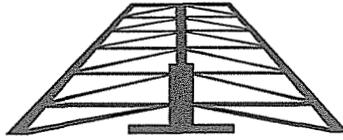


7383 Utica Blvd ~ Lowville, New York 13367 ~ 315-376-3333 ~ FAX 315-376-8139



Boulevard Properties, L.L.C.

Wednesday, April 19, 2006

Beth O'Donnell
Director
Public service Commission
211 Sower Boulevard
Frankfort, KY 40602-0615

Case 2006-00109

RECEIVED

APR 21 2006

PUBLIC SERVICE
COMMISSION

Dear Ms. O'donnell,

Enclosed, please find one original and five copies of Shared Sites, LLC's application to construct a new Wireless Communications Facility at 1441 William Judd Road, Edmonton, Kentucky 42129.

Please contact me if anything is not in order.

Regards,

A handwritten signature in black ink, appearing to read 'David B. Jantzi', with a long horizontal stroke extending to the left.

David B. Jantzi

FOR THE PUBLIC RECORD

**COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION**

IN THE MATTER OF:

APPLICATION OF SHARED SITES, LLC.)
AND AMERICAN CELLULAR CORPORATION)
FOR ISSUANCE OF A CERTIFICATE OF PUBLIC)
CONVIENENCE AND NECESSITY TO CONSTRUCT)
A WIRELESS COMMUNICATIONS FACILITY AT)
1441 WILLIAM JUDD ROAD)
EDMONTON, KENTUCKY 42129)
IN THE WIRELESS COMMUNICATIONS LICENSE AREA)
IN THE COMMONWEALTH OF KENTUCKY)
IN THE COUNTY OF METCALFE)

RECEIVED

APR 21 2006

PUBLIC SERVICE
COMMISSION

Case 2006-00109

SITE NAME: SPARKS
SITE NUMBER:

Shared Sites, LLC. As ultimate owner, and American Cellular Corporation, as a licensed public utility in the commonwealth of Kentucky, make this application.

The property on which the Wireless Communications Facility ("WCF") will be built is located at 1441 William Judd Road, Edmonton, Kentucky 42129. The WCF site is geographically positioned at 37-01-4.29 North latitude, 85-30-53.11 West longitude.

COPY

**COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION**

IN THE MATTER OF:

APPLICATION OF SHARED SITES, LLC.)
AND AMERICAN CELLULAR CORPORATION)
FOR ISSUANCE OF A CERTIFICATE OF PUBLIC)
CONVIENCE AND NECESSITY TO CONSTRUCT)
A WIRELESS COMMUNICATIONS FACILITY AT)
1441 WILLIAM JUDD ROAD)
EDMONTON, KENTUCKY 42129)
IN THE WIRELESS COMMUNICATIONS LICENSE AREA)
IN THE COMMONWEALTH OF KENTUCKY)
IN THE COUNTY OF METCALFE)

Case 2006-00109

RECEIVED

APR 21 2006

**PUBLIC SERVICE
COMMISSION**

SITE NAME: SPARKS
SITE NUMBER:

~~UNIFORM APPLICATION: CONFIDENTIAL AND PROPRIETARY~~

Shared Sites, LLC. ("Shared Sites"), as ultimate owner, and American Cellular Corporation ("Provider") as a licensed public utility in the Commonwealth of Kentucky, hereinafter jointly referred to as "Applicants", respectfully submit their Application for a Certificate of Public Convenience and Necessity from the Public Service Commission to construct, maintain, and operate a Wireless Communications Facility ("WCF") to serve the customers of the Provider with wireless and telecommunications services, and other wireless service provider collocations in the area described herein.

In support of this Application, the Applicants respectfully provide and state the following information:

1. The complete names and addresses of the Applicants are:

Shared Sites, LLC., a Kentucky Limited Liability Company, having a mailing address of 1390 Chain Bridge Road #40, McLean, Virginia 22101 (703) 893-0806.

American Cellular Corporation, a Delaware Corporation, 3910 South Ave. Youngstown, OH 44512, 73134 having a local address of 124 South Keeneland Drive, Suite 1, Richmond, KY 40475, (606) 544-2355.

2. Shared Sites constructs, owns, manages, maintains, and operates independent communications networks. Shared Sites owns and manages safe, clean and well maintained facilities. Shared Sites facilities do not generate smoke, odors, noise, noxious gases, vibrations, or traffic increase. Shared Sites facilities will not pollute air, soil, or water, nor will they adversely affect radio or television reception or transmission. A certified copy of the Certificate of a Limited Liability Company issued by the Secretary of State of the State of West Virginia and a copy of the application for a Certificate of Authorization which was sent to the Secretary of State of the Commonwealth of Kentucky for Shared Sites, LLC. are attached or described as part of **Exhibit A**. A copy of the Certificate of Authorization issued by the Secretary of State of the Commonwealth of Kentucky and a copy of the Certificate of Merger issued by the Secretary of State of the State of Delaware for the Provider are attached or described as part of **Exhibit B**.

3. After completion of the proposed WCF, Shared Sites will lease or license space on said tower and the surrounding site so the Provider may locate and operate its facility including all required antennas and appurtenances. The proposed WCF will serve an area completely within the Provider's Federal Communications Commission ("FCC")

licensed service area in the Commonwealth of Kentucky. The Provider is authorized to provide wireless service by the FCC and the PSC. A copy of the Provider's FCC license to provide wireless service is attached to this Application or described as part of **Exhibit C**. Shared Sites has located the proposed site in a manner such that other wireless communications service providers will desire to collocate on said tower, and will endeavor to provide all necessary facilities to make collocation attractive to them.

4. The public convenience and necessity require the construction of the proposed WCF. The construction of the WCF will bring the Provider's services to an area currently not served or not adequately served by the Provider and will thereby enhance the public's access to innovative and competitive wireless telecommunications services. The WCF will provide a necessary link in the Provider's telecommunications network that is designed to meet the increasing demands for wireless services in Kentucky's wireless communications licensed area. The WCF is an integral link in the Provider's network design that must be in place to cover the proposed service area.

5. Shared Sites' construction of the described WCF is desirable because it allows for the collocation of additional wireless service providers within this portion of the Kentucky wireless communications licensed area. These services may include telecommunications, wireless data transfer and internet services, wireless cable, paging systems, 911 service, and other new products currently being developed in the wireless industry. In addition, the WCF will be available for use by governmental agencies and providers of emergency services. The WCF will provide a necessary link in Shared Sites' and the Provider's wireless infrastructure networks, and Shared Sites, as part of its business structure, will diligently pursue and encourage other wireless providers to collocate on the WCF. These services will provide increased competition in the in the local

Kentucky telecommunications market, which will, in turn, promote competitive pricing, quality, and coverage options to users of telecommunications services in this area. Shared Sites' vested interest in the collocation of wireless service providers promotes the same goals for the local consumers.

6. The Applicants propose to construct a WCF at 1441 William Judd Road, Edmonton, Kentucky 42129 (37-01-4.29 North latitude, 85-30-53.11 West longitude). In an area located entirely within the county referenced in the caption of this application. The property on which the WCF will be located is owned by Billy and Charlotte Davis. The proposed WCF will consist of a 250 foot guyed tower with an approximately 6-foot lightning arrester attached to the top, for a total height of 256 feet. The WCF will also include concrete foundations to accommodate the placement of the Provider's proprietary radio electronics equipment. The equipment will be housed in a prefabricated cabinet or shelter that will contain: (i) the transmitting and receiving equipment required to connect the WCF with the Provider's users in Kentucky, (ii) telephone lines that will link the WCF with the Provider's other facilities, (iii) battery back-up that will allow the Provider to operate even after a loss of outside power, and (iv) all other necessary appurtenances. The Provider's equipment cabinet or shelter will be approved for use in the commonwealth of Kentucky by the relevant building inspector. The WCF compound will be fenced and all access gate(s) will be secured. A description of the manner in which the proposed WCF will be constructed is attached as **Exhibit D** and **Exhibit E**. Periodic inspections will be performed on the WCF in accordance with the applicable regulations or requirements of the PSC. The list of competing utilities, corporations, or persons is attached as **Exhibit F**.

7. Reduced copies of the site development plan have been included as **Exhibit D** and **Exhibit E** of this application. A vertical profile sketch of the WCF signed and sealed

by a professional engineer registered in Kentucky depicting the tower height, as well as a proposed configuration for the antennas of the provider and future antenna mounts, has also been included as part of **Exhibit E**. Foundation design plans and a description of the standards according to which the tower was designed signed and sealed by a professional engineer registered in Kentucky is included as part of **Exhibit D**.

8. The Applicants have considered the likely effects of the installation of the proposed WCF on nearby land uses and values and have concluded there is no more suitable location reasonably available from which adequate services can be provided, and that there are no reasonably available opportunities to collocate. The Applicants have attempted to collocate on suitable existing structures such as telecommunications towers or other suitable structures capable of supporting the Provider's facilities. No other suitable and available collocation site was found to be located in the vicinity of the site. Information regarding the Applicants' efforts to achieve collocation in the vicinity are presented as **Exhibit G**.

9. The Applicants have conducted a preliminary aeronautical evaluation for the proposed WCF. The evaluation determined that the proposed structure height at this site meets Federal Aviation Administration ("FAA") Regulation requirements. Furthermore, FAA notice is required for the proposed construction, and lighting or marking requirements may be applicable to this facility. A copy of the FAA Application is attached as **Exhibit H**. Upon receiving a "Determination" from the FAA, the Applicants will forward a copy as a supplement to this Application Proceeding

10. A copy of the Kentucky Airport Zoning Commission ("KAZC") Application for the proposed WCF is attached as **Exhibit I**. Upon receiving authorization from the KAZC,

the Applicants will forward a copy of the determination as a supplement to this Application Proceeding

11. The WCF will be registered with the FCC pursuant to applicable federal requirements. Appropriate required signage will be posted on this site upon receipt of the tower registration number.

12. A geotechnical-engineering firm has performed soil boring(s) and subsequent geotechnical-engineering studies at the WCF site under the supervision of a professional engineer registered in the Commonwealth of Kentucky who specializes in geotechnical engineering, including subsurface exploration. The geotechnical-engineering firm has performed many such studies for the communications industry. A copy of the geotechnical-engineering report and evaluation signed and sealed by a professional engineer registered in the Commonwealth of Kentucky who specializes in geotechnical engineering, including subsurface exploration, is attached as **Exhibit J**. The name and address of the geotechnical-engineering firm and the professional engineer registered in the Commonwealth of Kentucky who supervised the examination of this WCF site are included in **Exhibit J**.

13. Clear directions to the proposed WCF site from the County seat are attached as **Exhibit K**. The name and address of the preparer of **Exhibit K** is included in **Exhibit K**.

14. Shared Sites, pursuant to a written agreement, has acquired the right to use the WCF site and associated property rights. A copy of the agreement or an abbreviated agreement recorded with the County Clerk is attached as **Exhibit L**. Also included as part of **Exhibit L** is the portion of the full agreement demonstrating that in the case of abandonment a method is provided to dismantle and remove the cellular antenna tower .

15. Personnel directly responsible for the design and construction of the proposed WCF are well-qualified and experienced. World Tower Company, Inc. (the Tower Manufacturer) performed the tower and foundation design. The Tower Manufacturer is a nationally recognized manufacturer and designer of communication towers. The Tower Manufacturer has designed and installed communications towers throughout North America. The Tower Manufacturer has assigned S. M. Naeem Akhter, a professional engineer registered in the commonwealth of Kentucky to design the Tower for the WCF. This engineer specializes in the design and engineering of guyed, self support and monopole structures, and has extensive experience in the design and construction of projects similar to the Applicants'. These projects include the design of towers and the requires foundations of many other wireless facilities. All of the designs have been signed and sealed by S. M. Naeem Akhter. The construction of the proposed WCF will be performed by Shared Sites or their agents who are insured and experienced tower erection specialists. The Project Manager, David Jantzi, will manage the construction of the WCF and the tower erection. David has been erecting towers for the telecommunications industry for over 15 years. All tower designs will meet or exceed applicable laws and regulations.

16. Based on a review of Federal Emergency Management Agency Flood Insurance Rate Maps, the registered land surveyor has certified in **Exhibit M** that the proposed WCF is not located within any flood hazard area.

17. The possibility of high winds has been considered in the design of this tower. The tower has been designed and engineered by professional engineers using computer assistance and the same accepted codes and standards as are typically used for high-rise building construction. The tower has been designed to withstand a wind loading of 70

m.p.h. with ½ inch of radial ice. This tower has been designed in accordance with the Electronic Industries Association (“EIA”) 222-F 1996 Standards, which have been accepted and approved by ANSI and is a nationally recognized tower design standard. Similarly, the proposed WCF design has been developed with consideration of potential ground shaking based on a negligible seismic zone of 1. Seismic loading is regarded as secondary to the wind loading.

18. The site development plan signed and sealed by a professional engineer registered in Kentucky was prepared by David B. Sharp, and was designed from a survey performed by Mike McKinney. This site development plan is drawn to a scale of no less than one (1) inch equals 200 feet, and identifies every owner of real estate within 500 feet of the proposed tower (according to the Property Valuation Administrator) and is incorporated in the survey as part of **Exhibit E**. Every structure and every easement within 500 feet of the proposed tower or within 200 feet of the access road including intersection with the public street system is incorporated in the survey as part of **Exhibit E**.

19. Shared Sites, on behalf of itself and the Provider, has notified every person who owns property within 500 feet of the proposed tower by certified mail, return receipt requested, of the proposed construction. Each property owner has been informed of their right to request intervention. A list of the nearby property owners who received the notices, together with copies of the certified letters, are attached as **Exhibit N** and **Exhibit O**, respectively.

20. Shared Sites, on behalf of itself and the Provider, has notified the Metcalfe County Judge Executive by certified mail, return receipt requested, of the proposed construction. This notice informed the Metcalfe County Judge Executive of his/her right to request intervention. A copy of this notice is attached as **Exhibit P**.

21. Two appropriate notice signs measuring at least two (2) feet in height and four (4) feet in width with all required language in letters of required height have been posted in a visible location on the proposed site and on the nearest public road and shall remain posted for at least two (2) weeks after filing of the Application. Copies of the postings are attached as **Exhibit Q**. The location of the proposed facility has been published in a newspaper of general circulation in the county where the WCF is located.

22. The property where WCF is proposed to be constructed is not zoned

23. The process that was used in selecting the site for the proposed WCF by the Applicants' radio frequency engineers was consistent with the process used for selecting generally all other existing and proposed WCF facilities within the proposed network design area. Before beginning the acquisition process, the Applicants carefully evaluated the location of the required WCF for possible collocation opportunities on existing structures. Radio Frequency Engineers used computer programs to evaluate the most effective coverage design for facilitating collocation potential on the proposed tower. Shared Sites and the Provider's radio frequency engineers have combined their efforts in order to develop a highly efficient network that is designed to serve the Federal Communications Commission licensed territory without extending beyond the Provider's approved boundary. The engineers selected the optimum vicinity in terms of elevation and location to provide the best quality service to customers in the service area. A proposed coverage area was considered by the Applicants when searching for sites that would provide both (i) the coverage deemed necessary by the Provider, and (ii) the coverage deemed necessary by Shared Sites to permit the integration of the proposed WCF into Shared Sites' overall network design. No suitable towers or existing structures were found in the immediate area which would meet the technical requirements for this element of the telecommunications

network. A map of the area in which the tower is proposed to be located which is drawn to scale and clearly depicts the necessary search area within which the site, pursuant to radio frequency requirements, be located is attached as **Exhibit R**.

24. A grid map showing the location of all existing cellular antenna towers that includes the general position of proposed construction sites for new cellular antenna towers within the Commission's jurisdiction and one-half mile outside the boundary of the planning unit's jurisdiction if that area contains either existing or proposed construction sites for cellular antenna towers is attached as **Exhibit S**.

25. All Exhibits to this application are hereby incorporated by reference as if fully set out as part of the Application.

26. All responses and requests associated with this Application may be directed

to:

David Jantzi
Boulevard Properties, LLC
7383 Utica Blvd.
Lowville, NY 13367
Telephone: (315) 523-6258

And

Kamal Doshi
Shared Sites, LLC
1390 Chain Bridge Road #40
McLean, VA 22101

Wherefore, the applicants respectfully request that the PSC accept the foregoing Application for filing and having met the requirements of KRS 278.020 and all applicable rules and regulations of the PSC, grant a Certificate of Public Convenience and Necessity to construct and operate the WCF at the location set forth herein for the respective networks in the commonwealth of Kentucky.

Respectfully submitted,



Kamal Doshi
Shared Sites, LLC
1390 Chain Bridge Road #40
McLean, Virginia 22101
Telephone: (703) 893-0806

And



Timothy J. Duffy
Chief Technical Officer / Senior Vice President
Network Operations & Engineering
American Cellular Corporation
14201 Wireless Way
Oklahoma City, OK 73134
(405) 529-8660

LIST OF EXHIBITS

- A. Certificate of LLC from the State of West Virginia and Certificate of Authority from the Commonwealth of Kentucky for Shared Sites, LLC.
- B. Certificate of Authorization from the State of Kentucky and Certificate of Merger from the State of Delaware for American Cellular Corporation
- C. Copy of FCC license for American Cellular Corporation
- D. Tower and Foundation Plan
- E. Site Development Plan:
 - Vicinity Map
 - Property Owner Listing
 - 500' Vicinity Map
 - Legal Descriptions
 - Site Plan
 - Vertical Tower Profile
- F. Competing Utilities, Corporations, or Persons List
- G. Collocation Report
- H. Application to FAA
- I. Application to Kentucky Airport Zoning Commission
- J. Geotechnical report
- K. Directions to WCF Site
- L. Copy of Real Estate Agreement
- M. Flood Plain Certification
- N. Certification of Notification
- O. Copy of Property Owner Notification
- P. Copy of County Judge Executive Notice
- Q. Copy of Posting Notices
- R. Copy of Radio Frequency Design Search Area
- S. Tower Map for Subject County

EXHIBIT A

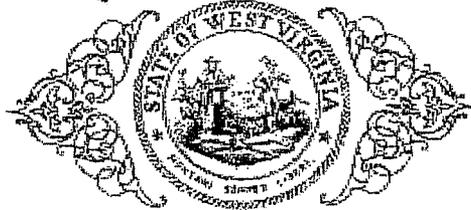
CERTIFICATE OF LLC FROM THE STATE OF WEST VIRGINIA

AND

CERTIFICATE OF AUTHORITY FROM THE COMMONWEALTH OF
KENTUCKY

FOR SHARED SITES, LLC

State of West Virginia



Certificate

I, Betty Ireland, Secretary of State of the State of West Virginia, hereby certify that

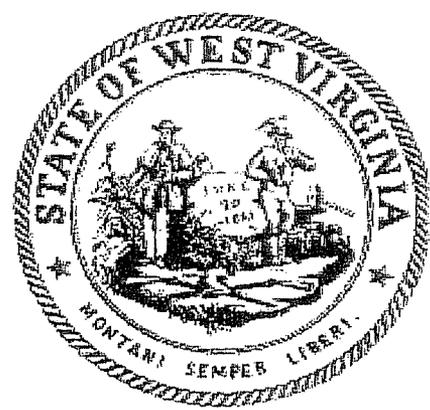
SHARED SITES, LLC

Control Number: 82134

has filed its "Articles of Organization" in my office according to the provisions of West Virginia Code §§31B-2-203 and 206. I hereby declare the organization to be registered as a limited liability company from its effective date of January 13, 2006 until the expiration of the term or termination of the company.

Therefore, I hereby issue this

CERTIFICATE OF A LIMITED LIABILITY COMPANY



Given under my hand and the Great Seal of the State of West Virginia on this day of January 13, 2006

Betty Ireland

Secretary of State

Commonwealth of Kentucky
Trey Grayson
Secretary of State

Certificate of Authorization

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

SHARED SITES, LLC

, a limited liability company organized under the laws of the state of West Virginia, is authorized to transact business in the Commonwealth of Kentucky and received the authority to transact business in Kentucky on February 24, 2006.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that an application for certificate of withdrawal has not been filed; and that the most recent annual report required by KRS 275.190 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 19th day of March, 2006.

Certificate Number: 28229

Jurisdiction: Shared Sites, LLC (Boulevard Properties)

Visit <http://apps.sos.ky.gov/business/obdb/certvalidate.aspx> to validate the authenticity of this certificate.





Trey Grayson
Secretary of State
Commonwealth of Kentucky
28229/0633042

EXHIBIT B

**CERTIFICATE OF AUTHORIZATION FROM THE
COMMONWEALTH OF KENTUCKY**

AND

CERTIFICATE OF MERGER FROM THE STATE OF DELAWARE

FOR AMERICAN CELLULAR CORPORATION

Commonwealth of Kentucky
Trey Grayson
Secretary of State

Certificate of Authorization

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

AMERICAN CELLULAR CORPORATION

, a corporation organized under the laws of the state of Delaware, is authorized to transact business in the Commonwealth of Kentucky, and received the authority to transact business in Kentucky on January 20, 2004.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that an application for certificate of withdrawal has not been filed; and that the most recent annual report required by KRS 271B.16-220 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 13th day of February, 2006.

Certificate Number: 26879

Jurisdiction: Shared Sites, LLC

Visit <http://apps.sos.ky.gov/business/obdb/certvalidate.aspx> to validate the authenticity of this certificate.





Trey Grayson
Secretary of State
Commonwealth of Kentucky
26879/0576718

Delaware

PAGE 1

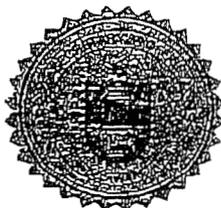
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ACC OF KENTUCKY LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITE AND INTO "AMERICAN CELLULAR CORPORATION" UNDER THE NAME OF "AMERICAN CELLULAR CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003, AT 10:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003, AT 11:30 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2222565 8100M

AUTHENTICATION: 2856461

030845574

DATE: 01-07-04

EXHIBIT C

COPY OF FCC LICENSE FOR AMERICAN CELLULAR

Federal Communications Commission
Wireless Telecommunications Bureau
Radio Station Authorization

LICENSEE NAME: American Cellular Corporation

RONALD L. RIPLEY
AMERICAN CELLULAR CORPORATION
14201 WIRELESS WAY
OKLAHOMA CITY OK 73134

FCC Registration Number (FRN) 0003767324	
Call Sign KNKN666	File Number 0001571120
Radio Service CL - Cellular	
Market Number OMA447	Channel Block A
Sub-Market Designator 0	

Market Name Kentucky 5 - Bannan

Grant Date 10-30-2001	Effective Date 01-07-2004	Expiration Date 10-01-2011	Five Yr Build-Out Date	Print Date 01-14-2004
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SITE INFORMATION

Location	Latitude	Longitude	Ground Elevation (meters)	Structure Hgt to Tip (meters)	Antenna Structure Registration No.
2	037-18-06.0 N	085-55-41.0 W	285.1	78.9	1042214
Address	MUFORDVILLE SITE: 1 MI W				
City	County	State	Construction Deadline		
LEITCHFIELD	HART	KY			

Antenna: 1	Azimuth (from true north)	0	45	90	135	180	225	270	315
Antenna Height AAT(meters)		129.600	113.300	180.500	171.200	159.600	156.200	136.700	159.500
Transmitting ERP(watts)		75.900	100.000	91.200	100.000	75.900	31.600	24.300	31.600

Location	Latitude	Longitude	Ground Elevation (meters)	Structure Hgt to Tip (meters)	Antenna Structure Registration No.
E	036-44-13.0 N	085-42-10.0 W	308.7	88.1	1042225
Address	TOMPKINSVILLE SITE: 3181 EDMONTON ROAD				
City	County	State	Construction Deadline		
TOMPKINSVILLE	MONROE	KY			

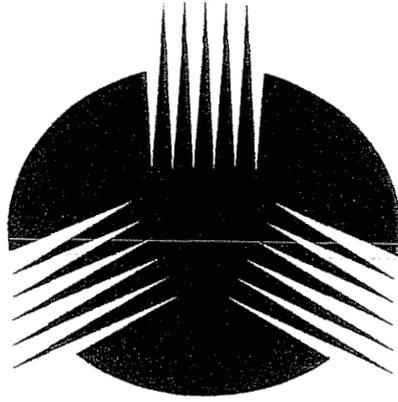
Antenna: 1	Azimuth (from true north)	0	45	90	135	180	225	270	315
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Conditions:

Pursuant to Section 309(h) of the Communications Act of 1934, as amended, 47 U.S.C. Section 309(h), this license is subject to the following conditions: This license shall not vest in the licensee any right to operate the station nor any right in the use of the frequencies designated in the license beyond the term thereof nor in any other manner than authorized herein. Neither the license nor the right granted thereunder shall be assigned or otherwise transferred in violation of the Communications Act of 1934, as amended. See 47 U.S.C. Section 310(d). This license is subject in terms to the right of use or control conferred by Section 706 of the Communications Act of 1934, as amended. See 47 U.S.C. Section 606.

EXHIBIT D

TOWER AND FOUNDATION DESIGN



WORLD TOWER

COMPANY, INC.

*1213 Compressor Drive
P.O. Box 508
Mayfield, KY 42066
270.247.3642
Fax: 270.247.0909
worldtower@worldtower.com
www.worldtower.com*

Fabrication, Installation, and Maintenance of TV, AM, FM, & Wireless Communications Towers

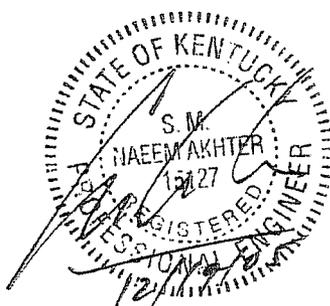


World Tower
COMPANY, INC.

1213 Compressor Drive
P.O. Box 508
Mayfield, KY 42066
270-247-3642
FAX: 270-247-0909
E-mail: worldtower@worldtower.com
Web: www.worldtower.com

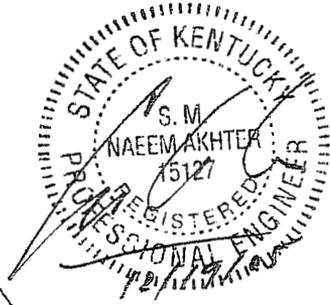
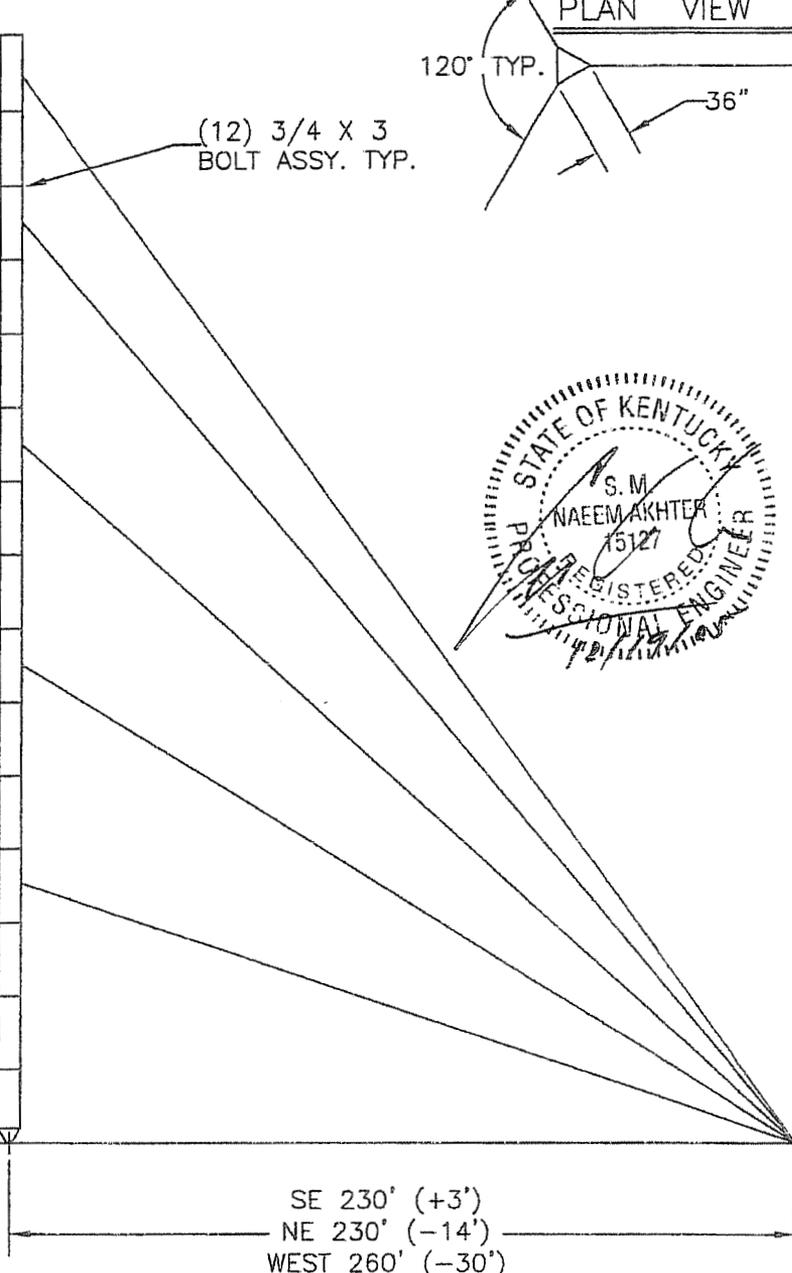
300' TYPE 36SR TOWER
FOR: SHARED TOWERS
SITE:

DESIGN PACKAGE



Fabrication, Installation, and Maintenance of TV, AM, FM, & Wireless Communications Towers

STEEL WT/FT	40	45	40	45	35
W/G BRKT. QTY.		24			
LIGHTS & PAINT	BY OTHERS				
BRACING	SINGLE LACED SOLID ROUND				
GIRTS	3/4				
DIAGONALS	1		7/8	1	7/8
LEGS SOLID RD.	1 3/4	2	1 3/4	1 1/2	1 1/2
SPAN	1	2	3	4	5

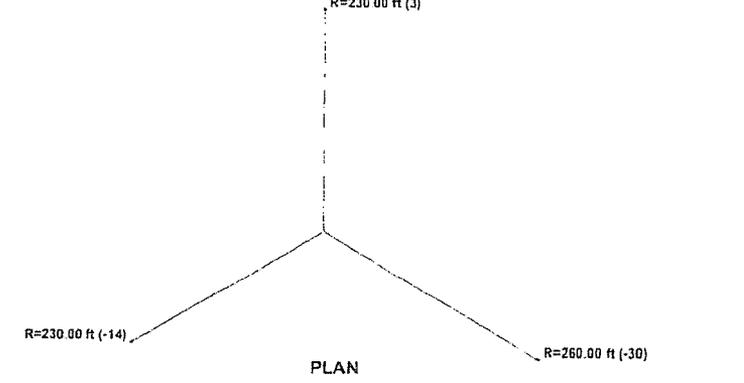
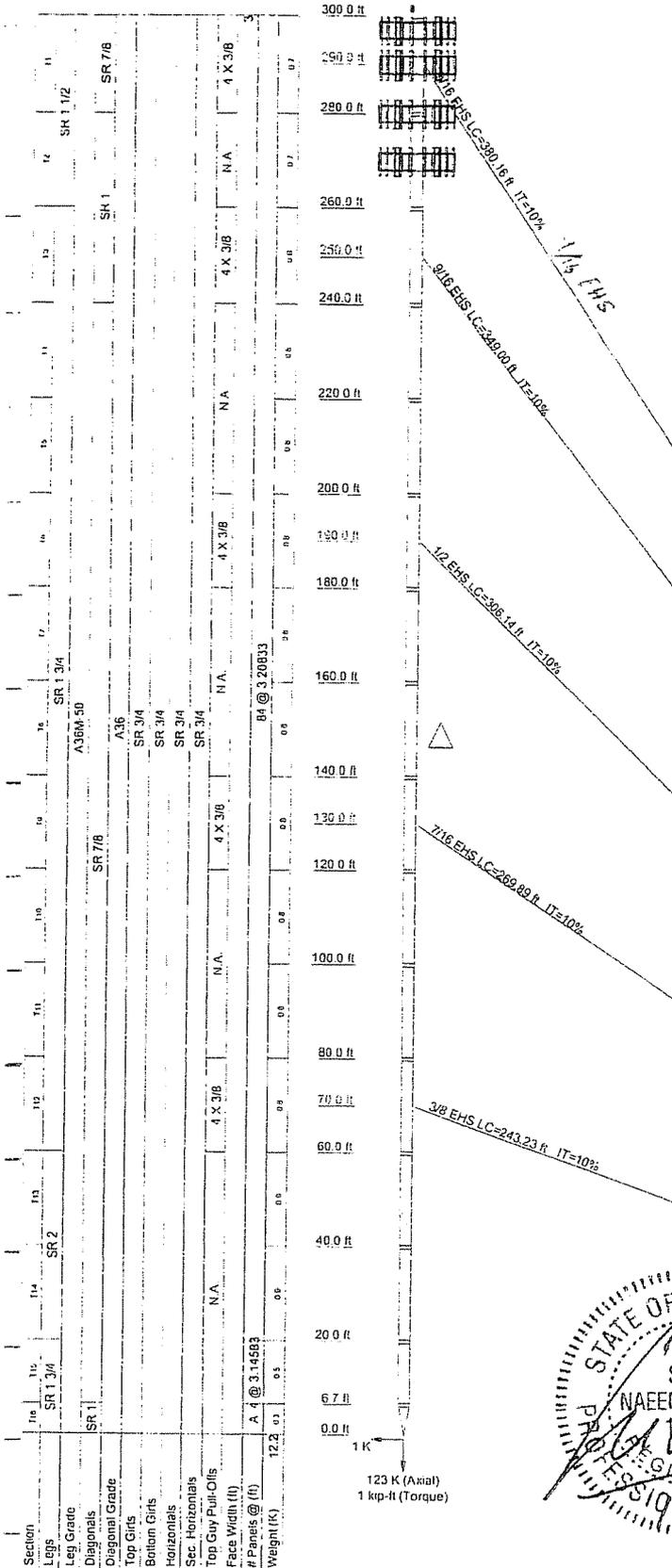


TOWER ELEVATION

TITLE: 300' TYPE 36SR TOWER
FOR: SHARED TOWERS
SITE:

WORLD TOWER

SCALE	NONE	DWN.	JCD	CKD.	WJE	DATE	10-23-05
FILE				DWG. NO.	Q05716		



APPURTENANCES

TYPE	ELEVATION	TYPE	ELEVATION
Flash Beacon Lighting	:300	WLP13X36 LO PROFILE MOUNT#	290
WLP13X36 LO PROFILE MOUNT#	:297	(4) PANEL 6' X 1' X 3' X 30# *	280
(4) PANEL 6' X 1' X 3' X 30# *	:297	(4) PANEL 6' X 1' X 3' X 30# *	280
(4) PANEL 6' X 1' X 3' X 30# *	:297	(4) PANEL 6' X 1' X 3' X 30# *	280
(4) PANEL 6' X 1' X 3' X 30# *	:297	(4) PANEL 6' X 1' X 3' X 30# *	280
WLP13X36 LO PROFILE MOUNT#	:290	WLP13X36 LO PROFILE MOUNT#	270
(4) PANEL 6' X 1' X 3' X 30# *	:290	(4) PANEL 6' X 1' X 3' X 30# *	270
(4) PANEL 6' X 1' X 3' X 30# *	:290	(4) PANEL 6' X 1' X 3' X 30# *	270
(4) PANEL 6' X 1' X 3' X 30# *	:290	(4) PANEL 6' X 1' X 3' X 30# *	270

SYMBOL LIST

MARK	SIZE	MARK	SIZE
A	:2 @ 2.95833		

MATERIAL STRENGTH

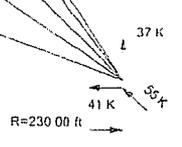
GRADE	Fy	Fu	GRADE	Fy	Fu
A36M-50	50 ksi	65 ksi	A36	36 ksi	58 ksi

TOWER DESIGN NOTES

1. Tower designed for a 70.00 mph basic wind in accordance with the TIA/EIA-222-F Standard.
2. Tower is also designed for a 60.62 mph basic wind with 0.50 in ice.
3. TOWER RATING: 93.1%



WORLD TOWER CO 1213 COMPRESSOR DRIVE MAYFIELD, KY 42066 Phone: 270 247 3642 FAX: 270 247 0909	Job: 300' Type 36SR Site:
	Project: Run# B510-110
	Client: Shared Towers Drawn by: Bill Uphoff App'd: <i>[Signature]</i>
	Code: TIA/EIA-222-F Date: 10/20/05 Scale: NTS
	Path: Server\server PER\TOWER FILES\B510-110 en Dwg No: E-1



ANTENNAS

ELEV.	DESCRIPTION	LINE	AZIMUTH
297'	12- 6' X 1' X 3" PANEL ANTS. ON LO-PROFILE MNT.	12- 1 5/8	
290'	12- 6' X 1' X 3" PANEL ANTS. ON LO-PROFILE MNT.	12- 1 5/8	
280'	12- 6' X 1' X 3" PANEL ANTS. ON LO-PROFILE MNT.	12- 1 5/8	
270'	12- 6' X 1' X 3" PANEL ANTS. ON LO-PROFILE MNT.	12- 1 5/8	

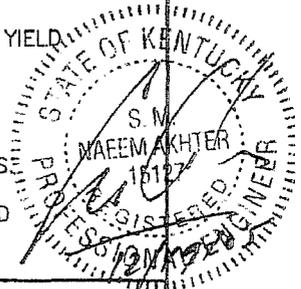
REACTIONS

BASE			ANCHOR		
SHEAR	1.0	KIPS	RESULTANT	55.0	KIPS
COMPRESSION	123.0	KIPS	HORIZONTAL	41.0	KIPS
		KIPS	VERTICAL	37.0	KIPS

ELEV.	SIZE	BREAK STR.	INITIAL TENSION	CUT LENGTH			SHACKLE	THIMBLE	TURN BUCKLE
				SE	NE	WEST			
290'	9/16 EHS	35000	3500	397'	410'	441'	3/4	3/4	1 X 18
250'	9/16 EHS	35000	3500	367'	379'	411'	3/4	3/4	1 X 18
190'	1/2 EHS	26900	2700	325'	336'	369'	---	1/2	3/4 X 12
130'	7/16 EHS	20800	2100	292'	300'	334'	---	1/2	3/4 X 12
70'	3/8 EHS	15400	1500	268'	274'	307'	---	3/8	3/4 X 12

GENERAL NOTES

1. TOWER IS DESIGNED TO SUPPORT THE GIVEN LOADS AND MEET THE PROVISIONS OF TIA/EIA-222-F FOR A 70 MPH BASIC WIND SPEED WITH NO ICE OR 60.6 MPH WITH 1/2 ICE.
2. TOWER IS DESIGNED FOR ALL LINES TO BE MOUNTED ACCORDING TO DRAWING Q05716WG.
3. WELDED CONNECTIONS SHALL CONFORM TO THE LATEST REVISION OF THE AMERICAN WELDING SOCIETY AWS.D 1.1.
4. TOWER AND ALL FABRICATED ACCESSORIES ARE HOT-DIP GALVANIZED IN ACCORDANCE WITH ASTM A123.
5. ALL BOLTS SHALL BE GALVANIZED ACCORDING TO THE STANDARD SPECIFICATION FOR ZINC COATING OF IRON AND STEEL HARDWARE ASTM A153.
6. LEG STEEL IS 50 KSI MIN. YIELD SOLID ROUND AND BRACING STEEL IS 36 KSI MIN. YIELD SOLID ROUND.
7. ALL STRUCTURAL BOLTS ARE ASTM A325.
8. GUY LENGTHS SHOWN ARE CHORD LENGTHS PLUS 30'.
9. TOWER SECTIONS ARE NUMBERED CONSECUTIVELY FROM BASE TO TOP.
10. TOWER SHOULD BE INSPECTED IN ACCORDANCE WITH TIA/EIA-222-F EVERY 3 YEARS.
11. TOWER INSPECTION SHOULD ONLY BE PERFORMED BY EXPERIENCED QUALIFIED PERSONNEL. FOR ASSISTANCE IN PROPER MAINTENANCE OF YOUR TOWER, CALL WORLD TOWER @ 270-247-3642.

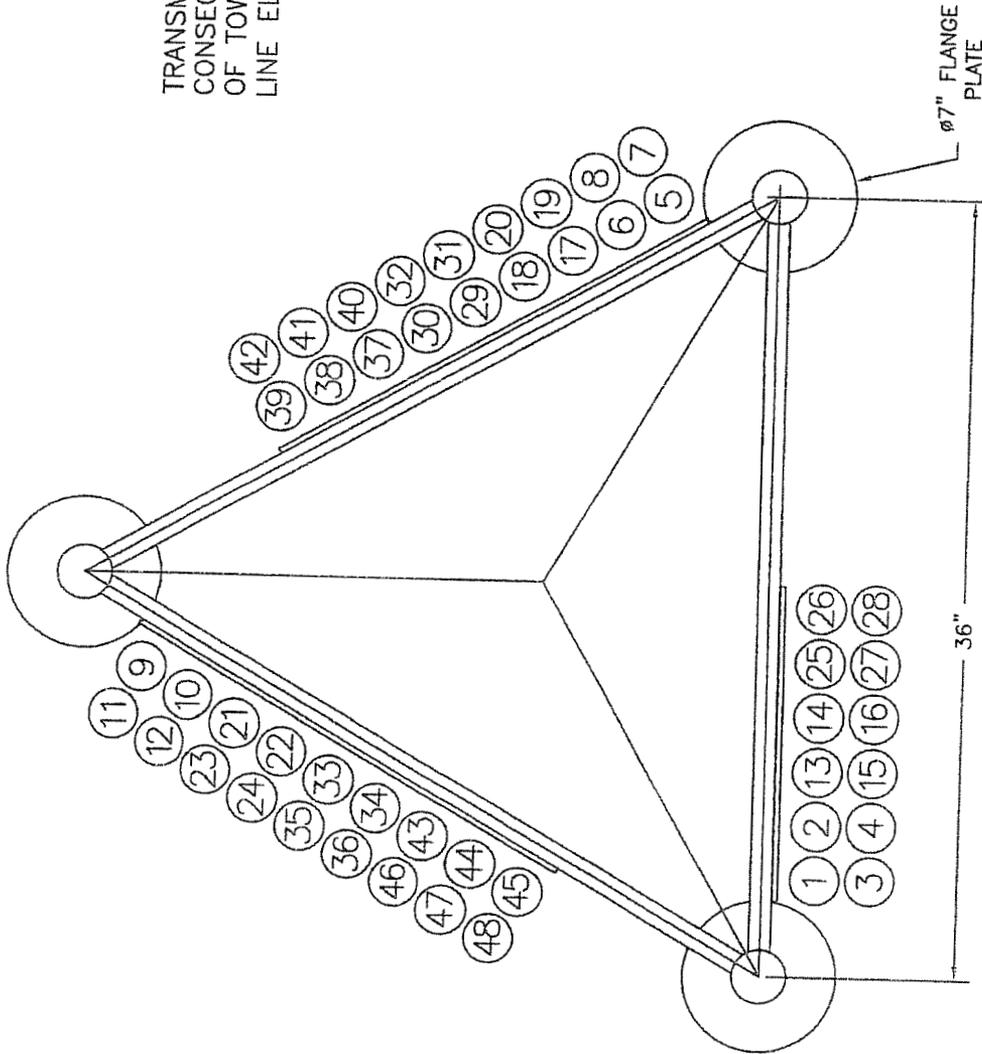


TITLE: 300' TYPE 36SR TOWER
FOR: SHARED TOWERS
SITE:

WORLD TOWER

SCALE	NONE	DWN.	JCD	CKD.	use	DATE	10-23-05
FILE				DWG. NO.	Q05716T		

TRANSMISSION LINES ARE NUMBERED
 CONSECUTIVELY FROM TOP TO BOTTOM
 OF TOWER. SEE DRAWING Q05716T FOR
 LINE ELEVATIONS.

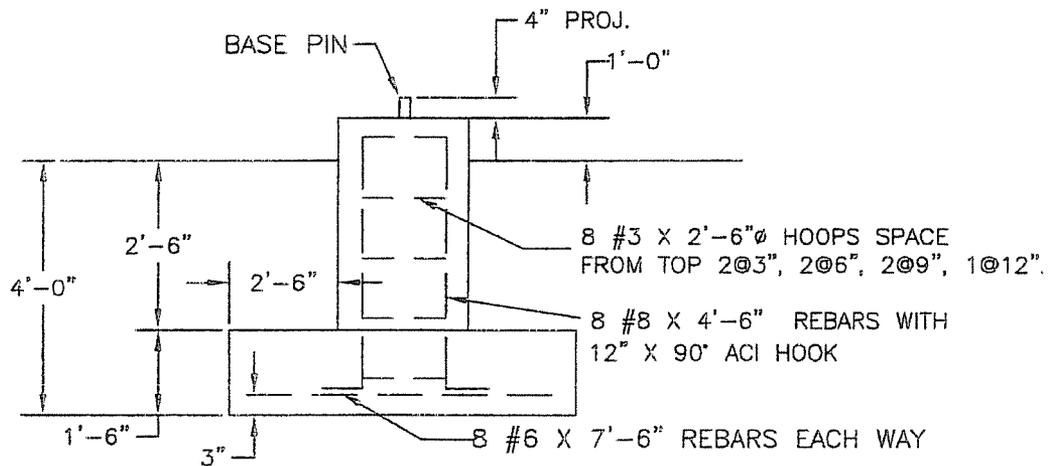
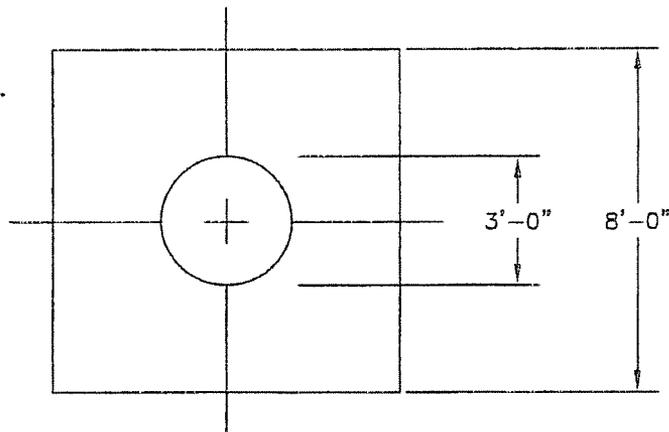


TITLE: WAVEGUIDE LOCATION DETAILS
 TOTAL 48 LINES
 SITE:

WORLD TOWER

SCALE	NONE	DWN.	JCD	CKD.	10/23/05	DATE	10-23-05
FILE				DWG. NO.	Q05716WG		

4.5 CU. YDS.
CONCRETE REQ'D.



GENERAL NOTES

1. CONCRETE TO HAVE 3000 PSI MIN. COMPRESSIVE STRENGTH AFTER 28 DAYS.
2. ALL REINFORCMENT STEEL IS DEFORMED AND MEETS THE STRENGTH REQUIREMENTS OF ASTM A615 GRADE 60.
3. EMBEDDED STEEL TO HAVE 3" MIN. CONCRETE COVER.
4. FOUNDATION DESIGN IS BASED ON CUSTOMER SUPPLIED SOIL REPORT NO. 05CN0189 BY ALT & WITZIG INC. DATED 6-8 2005.

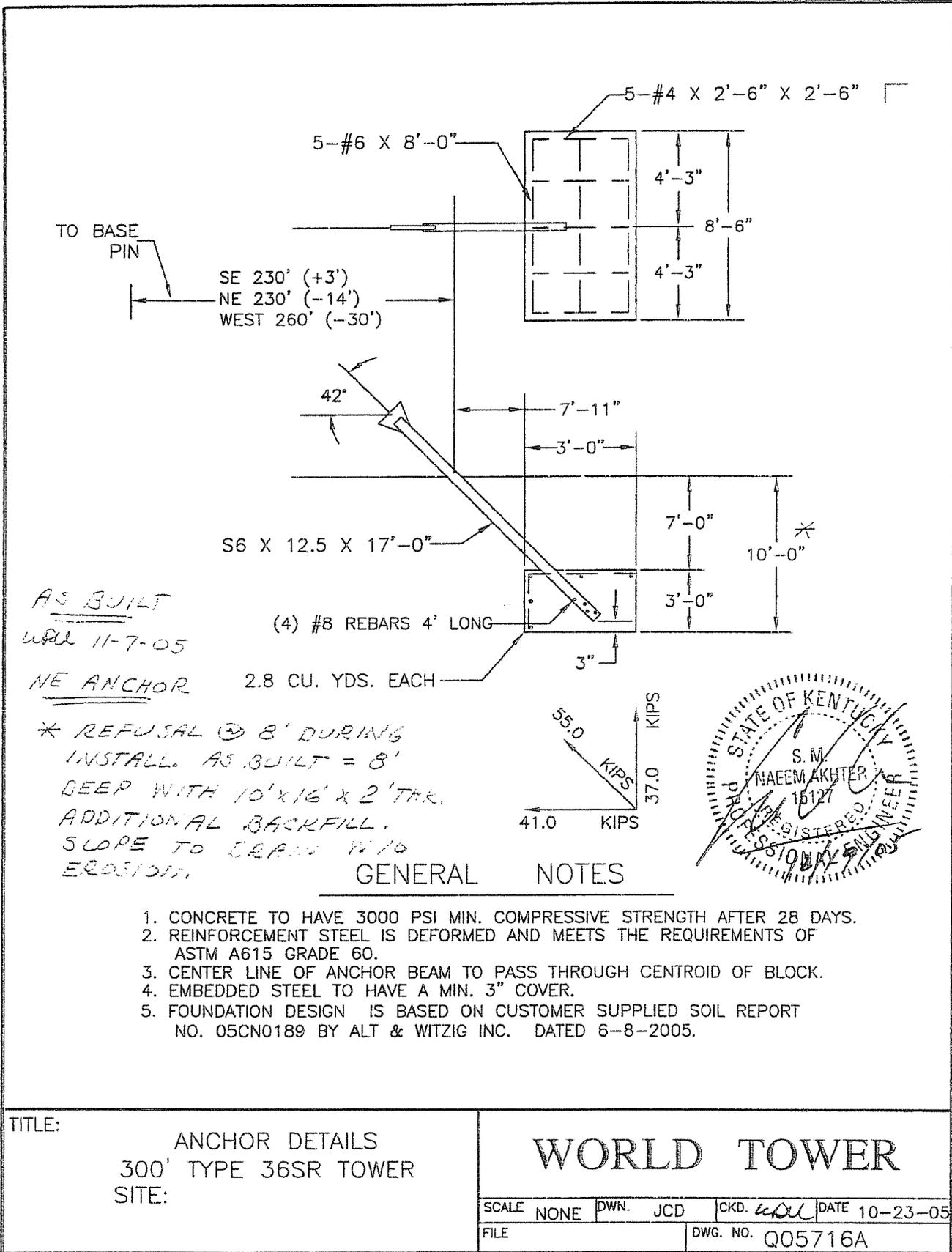
MAX REACTIONS		
SHEAR	1.0	KIPS
DOWNLOAD	123.0	KIPS



TITLE: BASE DETAILS
300' TYPE 36SR TOWER
SITE:

WORLD TOWER

SCALE	NONE	DWN.	JCD	CKD. <i>WJR</i>	DATE	10-23-05
FILE				DWG. NO.	Q05716B	



AS BUILT
WPA 11-7-05
NE ANCHOR

* REFUSAL @ 8' DURING
INSTALL. AS BUILT = 8'
DEEP WITH 10' X 16' X 2' TALL.
ADDITIONAL BACKFILL.
SLOPE TO DRAIN INTO
EROSION.

GENERAL NOTES

1. CONCRETE TO HAVE 3000 PSI MIN. COMPRESSIVE STRENGTH AFTER 28 DAYS.
2. REINFORCEMENT STEEL IS DEFORMED AND MEETS THE REQUIREMENTS OF ASTM A615 GRADE 60.
3. CENTER LINE OF ANCHOR BEAM TO PASS THROUGH CENTROID OF BLOCK.
4. EMBEDDED STEEL TO HAVE A MIN. 3" COVER.
5. FOUNDATION DESIGN IS BASED ON CUSTOMER SUPPLIED SOIL REPORT NO. 05CN0189 BY ALT & WITZIG INC. DATED 6-8-2005.

TITLE:
ANCHOR DETAILS
300' TYPE 36SR TOWER
SITE:

WORLD TOWER

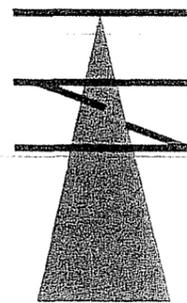
SCALE	NONE	DWN.	JCD	CKD. WPA	DATE 10-23-05
FILE				DWG. NO. Q05716A	

EXHIBIT E

SITE DEVELOPMENT PLAN

VICINITY MAP
PROPERTY OWNER LISTING
500' VICINITY MAP
LEGAL DESCRIPTIONS
SITE PLAN
VERTICAL TOWER PROFILE

PROPOSED WIRELESS COMMUNICATIONS FACILITY



SHARED SITES, LLC

1390 CHAIN BRIDGE ROAD #40, MCLEAN, VA 22101

UTILITY INFORMATION:

TELEPHONE SERVICE:

ALLTEL
1-800-843-9214

ELECTRIC SERVICE:

FLEMING - MASON ENERGY COOP.
1-800-464-3144

HANDICAPPED REQUIREMENTS

FACILITY IS UNMANNED AND NOT FOR HUMAN HABITATION. HANDICAPPED ACCESS NOT REQUIRED

PLUMBING REQUIREMENTS

FACILITY HAS NO PLUMBING

EXISTING PROJECT SITE SUMMARY

COUNTY:	METCALFE
SITE COORDINATES:	N 37° 01' 4.29" LAT. W 85° 30' 53.11" LONG
ELEVATION:	1029' AMSL
SITE ADDRESS	1360 WILLIAM JUDD RD EDMONTON, KY 42129
PROPERTY OWNER:	HOWARD & OPAL CAWTHORN 1441 WILLIAM JUDD RD EDMONTON, KY 42129
CONTACT NAME:	DAVE JANTZI 7383 UTICA BOULEVARD LOWVILLE, NY 13367
CONTACT TEL. NO.:	518-253-0000
SITE NAME:	SPARKS

SHARED SITES, LLC

DATE
REPRESENTATIVE SIGNATURE

OWNER APPROVAL

DATE
REPRESENTATIVE SIGNATURE

DATE	DESCRIPTION	DRAWING INDEX
	TITLE SHEET	
	C1 SURVEYED SITE PLAN	
	C2 OVERALL SITE PLAN AND GENERAL NOTES	
	C3 DETAILED SITE PLAN	
	C4 SECTIONS	
	C5 TOWER ELEVATION, ANTENNA PLAN & ANTENNA SCHEDULE	
	F1 GENERAL FENCING DETAILS AND GENERAL NOTES	
	S1 ICE BRIDGE AND FOUNDATION DETAILS & STRUCTURAL NOTES	
	S2 STRUCTURAL AND FOUNDATION DETAILS	
	E1 SINGLE LINE DIAGRAM AND ELECTRICAL NOTES	
	E2 GROUNDING SITE PLAN AND GROUNDING RISER DIAGRAM	
	E3 ELECTRICAL DETAILS	

AMERICAN CELLULAR CORPORATION

CONTACT: RICHARD PENNINGTON
1245 KEENELAND DRIVE
RICHMOND, KY 40475
OFFICE: (859) 544-5820
FAX: (859) 544-5858

ANTENNA / TOWER

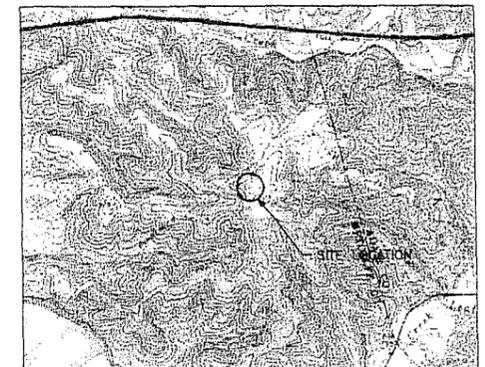
ENGINEERS / ARCHITECTS



Potesta & Associates, Inc.
ENGINEERS AND ENVIRONMENTAL CONSULTANTS

125 Lakeview Drive, Morgantown, WV 26508
TEL: (304) 226-2246 FAX: (304) 226-2246
E-Mail Address: potesta@potesta.com

LOCATION MAP



USGS QUADRANGLE
EAST FORK, KY
1"=4000'

DIRECTIONS :

FROM KY-80 / BURKESVILLE ST / E KY-80 / KY-80 E CONTINUE TO FOLLOW KY-80 / E KY-80 / KY-80 E (2.8 MILES) TURN SLIGHT RIGHT TO STAY ON KY-80 / E KY-80 / KY-80 E. (11.3 MILES) TURN RIGHT ONTO WILLIAM JUDD RD (1.2 MILES) TURN RIGHT TO STAY ON WILLIAM JUDD RD (0.2 MILES) TURN LEFT TO STAY ON WILLIAM JUDD RD (0.1 MILES)

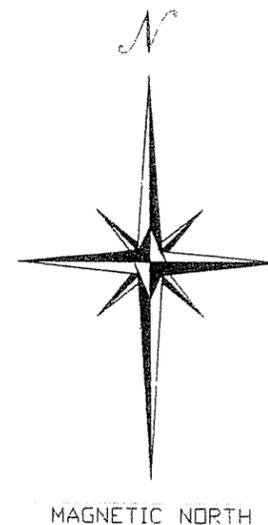
PROJECT NAME : SPARKS
EDMONTON, KY 42129

DATE : 04/14/06

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 Plot: 04/14/06 10:58 AM C:\Users\jantzi\Documents\Projects\Shared Sites\Drawings\DWG\01-Title.dwg

SITE PLAN - SPARKS
SHARED SITES, L.L.C.

Plat for Lease only - NOT for Land Transfer



Note:
All existing structures within
5000 feet of tower center are
shown. Property Lines NOT to
Scale due to size constraints

Donald A. Vita
Deed Book 121 Page 513

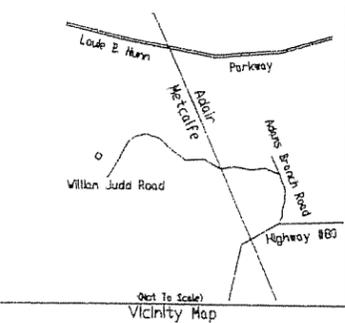
Note:
Lease Area
is a Portion of
Deed Book 76 Page 340
Contains 0.22 Acres
10,000.00 Sq Ft

Cal. Table

1	S	70°29'25"	W	280.52'
2	S	40°43'43"	W	141.64'
3	S	69°23'28"	W	166.45'
4	S	20°36'32"	E	50.00'
5	S	69°23'28"	W	100.00'
6	N	20°36'32"	W	100.00'
7	N	69°23'28"	E	100.00'
8	S	20°36'32"	E	50.00'

Tower Site Data:
Sparks Site
East Fork
USGS 7.5' Quadrangle
NAD 87 (CONUS) Coordinates
Latitude: N 37-01-04.29
Longitude: W 85-30-53.11
Ground Elevation = 1100'

Geodetic information provided by
Shared Sites, L.L.C.



Leigh Brown
Deed Book 102 Page 269

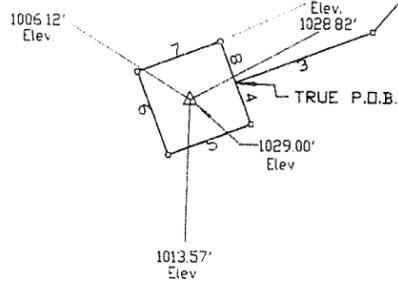
P/L

Surveyor Certification

I hereby certify that the survey depicted by this plat was done under my direct supervision by the method of Random Traverse with sideshots and the unadjusted precision ratio of the traverse was 1 / 9,786.40'. This survey is a Class 'B' survey and meets the Minimum Standards required by the State of Kentucky as defined by KRS 322'

Michael E. McKinney
Adair County Surveyor

Eugene Owen
Deed Book 126 Page 217



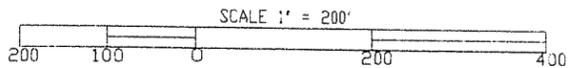
Daniel Miller
Deed Book 126 Page 675

Approximately 1.42 miles
VIA William Judd Road
to Highway #80

- LEGEND
- P.O.B Point of Beginning
 - R/W Right of Way
 - P/L Property Line
 - 1/2" x 18" Re - bar Pin Set with Cap #3318
 - △ Tower Center
 - Property Line
 - - - Proposed Guy Lines
 - Lease Area Boundary
 - - - Proposed Utility Easement
 - Proposed Access Road

Drawn: Rick Lawson
Instrument Man: Michael E. McKinney
Rod Man: Rick Lawson
File No: SPARKSTW
Checked by: _____

This survey is subject to any and all easements, restrictions and rights of way of record at this time.



Survey For Lease
Shared Sites, L.L.C.

1390 Chain Bridge Road #40
McLean, VA 22101

Property Surveyed
Billy W. Davis
Edmonton, KY. 42129

Deed Book 76 Page 340

Metcalfe County
Commonwealth of Kentucky

February 22, 2006

MCKINNEY LAND SURVEYING

103 South Reed Street, Columbia, Ky. 42728 Phone: 270 - 384 - 5293

REV.	DATE	DESCRIPTION

SPARKS
1360 WILLIAM JUDD RD
EDMONTON, KY 42129
SURVEYED SITE PLAN

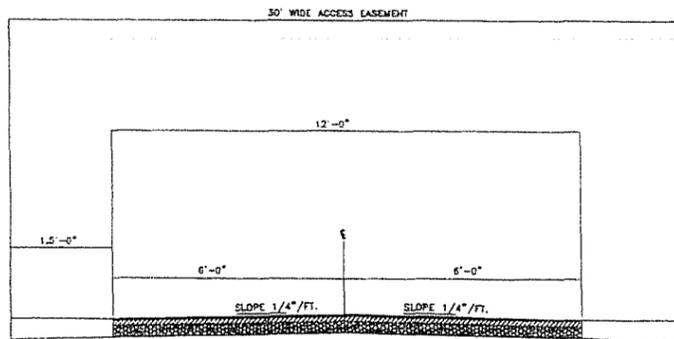
DESIGNED	DATE
BLB	04/14/06
DRAWN	04/14/06
CHECKED	

JOB NO.
06-0035-008

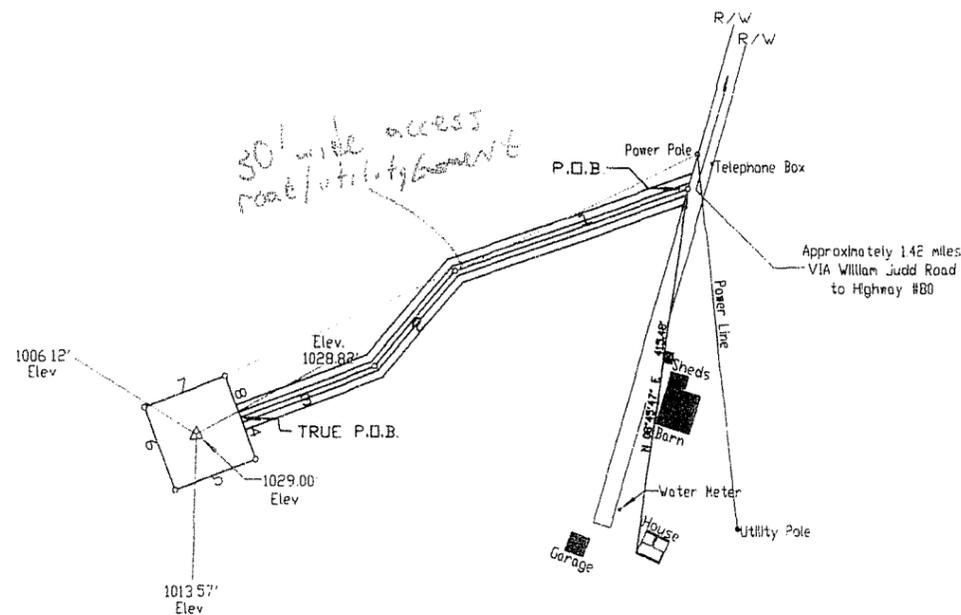
C1

CLOSE OUT DOCUMENTATION

1. THE CONTRACTOR SHALL MAINTAIN TWO (2) COMPLETE AS-BUILT SET OF PLANS AND CONDITIONS, AND SUBMIT SAME TO THE ENGINEER WITHIN 7 DAYS OF COMPLETION OF CONSTRUCTION. THE AS-BUILT PLANS SUBMITTED TO THE PROJECT MANAGER SHALL INCLUDE A DRAWING WITH DIMENSIONS SHOWING THE LOCATION OF THE UNDERGROUND UTILITIES, GROUNDING GRID, BUILDING, EXISTING TOWER, ANTENNA ORIENTATION, AND FENCE WITHIN THE LEASE AREA.
2. THE CONTRACTOR SHALL OBTAIN AMERICAN CELLULAR GROUND FIELD RESISTANCE TEST FORM AND PERFORM ALL SITE GROUND TESTING PER AMERICAN CELLULAR REQUIREMENTS. THE CONTRACTOR SHALL PROVIDE COMPLETED TEST FORM TO AMERICAN CELLULAR AT CLOSE OUT.
3. THE CONTRACTOR SHALL PROVIDE DIGITAL PHOTOS ON CD TO SHARED SITES AT CLOSE OUT. PHOTOS SHALL INCLUDE, BUT NOT LIMITED TO ANTENNAS, ANTENNA MOUNTS, GROUNDING, WEATHERPROOFING, ICE BRIDGE, COAX CABLES AND ALL OTHER PICTURES DESCRIBED IN AMERICAN CELLULAR AND SHARED SITES STANDARDS.



TYPICAL ROAD SECTION



GENERAL NOTES

1. CONTRACTOR SHALL NOTIFY THE FOLLOWING AT LEAST TWO (2) WORKING DAYS PRIOR TO ANY CONSTRUCTION OPERATIONS ON THE SITE AND ANY OTHER UTILITY COMPANY THAT IS A NON-MEMBER OF THESE SERVICES:

KENTUCKY UNDERGROUND PROTECTION, INC 1-800-752-6007

AMERICAN CELLULAR

DAVID GINTER: 859-544-5805, F 859-544-5856, M 859-544-5000;
 EMAIL: david.ginter@dobson.net
 MR. RICHIE PENNINGTON: 859-544-5820
 EMAIL: richie.pennington@dobson.net

SHARED SITES

DAVE JANTZI: 315-376-3333; F 315-376-8139; M 315-523-6258
 EMAIL: dave@bndllc.com

2. CONTRACTOR SHALL VERIFY ALL EXISTING SITE CONDITIONS, INCLUDING SUBSURFACE CONDITIONS. THE CONTRACTOR IS HEREBY MADE AWARE THAT NO GEOTECHNICAL REPORT HAS BEEN PRODUCED OR USED IN PREPARATION OF THESE DOCUMENTS. IT SHALL BE THE RESPONSIBILITY OF THE CONTRACTOR TO COORDINATE AND VERIFY THE REQUIRED ALLOWABLE BEARING CAPACITY AT THE FOUNDATION BEARING ELEVATIONS, INCLUDING THE SUBSURFACE CONDITIONS AND EMBANKMENT STABILITY. IF UNSUITABLE SOILS SUCH AS ORGANIC SOIL, GRANULAR FILL OR RUBBLE FILL ARE PRESENT, THE CONTRACTOR SHALL NOTIFY THE ENGINEER (POTESTA & ASSOCIATES, INC.) AND SHARED SITES IMMEDIATELY FOR FURTHER INSTRUCTIONS PRIOR TO PLACEMENT OF CONCRETE. ALL RECOMMENDATIONS FOR THIS SITE FROM ANY GEOTECHNICAL REPORT OR ENGINEER SHALL BE PERFORMED. THE CONTRACTOR SHALL OBTAIN PERMISSION OF OWNER VIA SHARED SITES PRIOR TO SITE ENTRY FOR THE PURPOSE OF VERIFICATION OF EXISTING SITE CONDITIONS.

3. ALL DIMENSIONS ARE BASED ON TAPE MEASUREMENTS AND NOT BASED ON A FORMAL SURVEY. CONTRACTOR SHALL FIELD VERIFY ALL DIMENSIONS PRIOR TO PURCHASE OF MATERIAL AND PRIOR TO ESTIMATING JOB COSTS. IF CONFLICTS ARE OBSERVED NOTIFY ENGINEER IMMEDIATELY.

4. CONTRACTOR SHALL PROVIDE CERTIFIED COPIES OF ALL LABORATORY TESTS TO SHARED SITES AT THE COMPLETION OF THE TESTS SPECIFICALLY CONCRETE COMPRESSIVE STRENGTH AND GEOTECHNICAL RESULTS.

5. EXISTING UTILITIES ARE SHOWN FROM EXISTING PLANS AND ARE NOT NECESSARILY COMPLETE OR ACCURATE. THE CONTRACTOR SHALL BE RESPONSIBLE TO LOCATE, EXPOSE, AND DETERMINE IF CONFLICTS EXIST WITH THE PROPOSED IMPROVEMENTS. THE CONTRACTOR SHALL NOTIFY THE PROJECT MANAGER IN ORDER TO RESOLVE ANY CONFLICTS. EXISTING UTILITIES DAMAGED SHALL BE REPAIRED OR REPLACED, AS NEEDED, IN LIKE KIND AND CHARACTER, AND AT THE EXISTING GRADE PRIOR TO CONSTRUCTION.

6. CONTRACTOR SHALL VERIFY THE LOCATION OF ALL EXISTING UNDERGROUND UTILITY LINES AND GROUNDING PRIOR TO ANY EXCAVATION, AND CONTRACTOR SHALL HAND DIG IN THE VICINITY OF ALL EXISTING LINES.

7. CONTRACTOR SHALL CONCRETE ENCASE ANY EXISTING CONDUITS PASSING UNDER NEW SHELTERS (3" MIN COVER ALL SIDES, 4000 PSI CONC.)

8. CONTRACTOR SHALL MAINTAIN THE DISTANCE OF 12" BETWEEN EXISTING/NEW TELCO & ELECTRIC CONDUITS UNLESS NOTED OTHERWISE.

9. ALL WORK SHALL BE CONFINED TO THE LEASE AND/OR ACCESS AREAS (EXCEPT GRADING), UNLESS AGREEMENT AND CONSENT OF THE PROPERTY OWNER IS OBTAINED IN WRITING. EASEMENTS AND LEASE LIMITS SHALL BE VERIFIED IN WRITING PRIOR TO STARTING CONSTRUCTION. AGREEMENTS TO WORK IN THESE AREAS IS BY OTHERS NOT POTESTA & INC ASSOCIATES.

10. CONTRACTOR SHALL BE RESPONSIBLE FOR NOTIFICATION OF ALL GOVERNING AGENCIES THAT REQUIRE SITE INSPECTION OF THE WORK AND/OR SIMPLY NOTIFICATION.

11. CONTRACTOR SHALL BE RESPONSIBLE FOR ANY DAMAGE TO EXISTING PROPERTY RESULTING FROM THE CONSTRUCTION ACTIVITIES, INCLUDING BUT NOT LIMITED TO PAVEMENT, FINISHED GRADES, LANDSCAPING, BUILDINGS, SURVEY MARKERS, ETC.

12. CONTRACTOR SHALL FURNISH, INSTALL AND MAINTAIN ALL REQUIRED TRAFFIC CONTROL DEVICES IN ACCORDANCE WITH THE MANUAL OF UNIFORM TRAFFIC CONTROL DEVICES OR GOVERNING LOCAL AGENCY AS REQUIRED.

13. CONTRACTOR SHALL PERFORM GRADING AND FINISH GRADE THE SITE IN SMOOTH AND CONTINUOUS SLOPES, REMOVE EXCESS EXCAVATION FROM THE SITE, AND PROVIDE CLEAN ENGINEERED BACKFILL WHERE NEEDED FROM OFF SITE.

14. CONTRACTOR SHALL AT THE COMPLETION OF WORK REMOVE ALL DEBRIS FROM THE SITE AND AREAS DISTURBED, PERFORM FINAL GRADING, AND SEED AND MULCH ALL AREAS DISTURBED (WHERE APPLICABLE).

15. CONTRACTOR SHALL RETURN ALL DISTURBED AREAS WITHIN EXISTING GRAVEL COMPOUND BACK TO ITS ORIGINAL CONDITION UTILIZING MATERIALS OF LIKE KIND AND CHARACTER AS REMOVED.

16. IF THE SITE INCLUDES AN EXISTING COMPOUND, THE CONTRACTOR SHALL MAINTAIN THE INTEGRITY AND SECURITY OF THE EXISTING GRAVEL COMPOUND AND SHALL RESTORE THE COMPOUND TO ITS ORIGINAL CONDITION UPON COMPLETION OF CONSTRUCTION ACTIVITIES. IF THERE IS A GEOTEXTILE FABRIC PRESENT BELOW THE EXISTING GRAVEL COMPOUND THE CONTRACTOR SHALL PROVIDE A PATCH TO THE FABRIC IN ANY LOCATION WHERE IT IS BROKEN, CUT OR TORN. THE PATCH SHALL CONSIST OF MATCHING OR APPROVED EQUAL FABRIC TO THAT WHICH IS DAMAGED AND SHALL EXTEND ONE (1') FOOT BEYOND THE BREAK IN ALL DIRECTIONS.

17. CONTRACTOR SHALL BE RESPONSIBLE FOR ATTACHING OR SECURING ANY ACCESSORY OR LOOSE ITEMS THAT ARE SHIPPED WITH THE RADIO EQUIPMENT, I.E. TIE DOWN PLATES, ETC. AND SHALL INCLUDE THIS WORK IN THE INSTALLATION PORTION OF THE BID.

18. RADIO EQUIPMENT:

CONTRACTOR SHALL PROVIDE ALL LABOR, EQUIPMENT, AND MATERIAL FOR THE PROPER LIFTING AND SETTING OF THE RADIO EQUIPMENT FROM THE TRANSPORT TRUCK BED TO THE FINAL POSITION ON THE CONCRETE FOUNDATION. THE EQUIPMENT SHALL BE LIFTED INTO PLACE BY USING A MINIMUM OF FOUR (4) NYLON LIFTING STRAPS. EACH STRAP SHALL BE RATED AT 8,000# EACH.

19. TOWER ANALYSIS:

EXISTING TOWER AND FOUNDATION ANALYSIS ARE BY OTHERS NOT POTESTA & ASSOCIATES, INC. THE CONTRACTOR SHALL OBTAIN AND BECOME FAMILIAR WITH THIS DOCUMENT AND VERIFY COAX ROUTING AND ALL MOUNT ELEVATIONS.

20. AMERICAN CELLULAR SHALL FURNISH ANTENNAS FRAMES, ANTENNAS AND COAX CABLES. CONTRACTOR SHALL INSTALL.

21. CONTRACTOR MATERIAL DELIVERIES:

CONTRACTOR SHALL COORDINATE WITH OWNER (SHARED SITES) ON DELIVERIES OF ALL EQUIPMENT & MATERIAL FURNISHED BY OWNER. CONTRACTOR SHALL BE RESPONSIBLE FOR PICKUP OF EQUIPMENT & MATERIAL FROM OWNERS FACILITIES AND DELIVER TO SITE. MULTIPLE VISITS MAY BE REQUIRED FOR HARDWARE AND RADIO EQUIPMENT - COORDINATE WITH OWNER. CONTRACTOR SHALL SCHEDULE WITH OWNER NOT LESS THAN 24 HOURS IN ADVANCE.



Potesta & Associates, Inc.
 ENGINEERS AND ENVIRONMENTAL CONSULTANTS
 126 Lakeshore Drive, Morgantown, WV 26608
 TEL: (304) 225-2245 FAX: (304) 225-2246
 E-Mail Address: potesta@potesta.com

REV.	DATE	DESCRIPTION

SPARKS
 1360 WILLIAM JUDD RD
 EDMONTON, KY 424129

**OVERALL SITE PLAN
 AND GENERAL NOTES**

REVISION	DATE
BLB	04/14/06
SAB	04/14/06
CHECKED	

JOB NO.
06-0035-008

C2

LEFT PAGE: MADE FROM SPARKS LONG 5 210102
 Plot Date: 04/14/06 11:17:30 AM
 Created By: mld@potesta.com

JUMPER SUPPORT

ICE BRIDGE STRUCTURE
(SEE DETAIL ON SHEET S2)

FLOOD LIGHTS
SECURED TO ICE
BRIDGE STRUCTURE
(SEE SHEET E3)

T BRACKET

ATLANTIC SCIENTIFIC
MODULAR AC POWER
AND TELCO CABINET
(MODEL # 91037) (SEE
DETAIL ON SHT. E3)

WEATHERPROOF
LOCKABLE
LIGHT SWITCH
(SEE SHEET E3)

WEATHERPROOF
GFI RECEPTACLE
(SEE SHEET E3)

PROPOSED GRADE

TELCO CONDUIT
(SEE SHEET E2)

ELECTRIC CONDUIT
(SEE SHEET E2)

ICE BRIDGE
FOUNDATION (TYP)
(SEE DETAIL ON
SHEET S2)

COAX HANGER (TYP) (SEE
DETAIL ON SHEET S2)

1/2" JUMPER TO
CABINET (TYP)

4'-0"
(TYP.)

1 5/8" COAX WILL
BE TERMINATED
WHERE THE ICE
BRIDGE MEETS THE
CANOPY

FLOOD LIGHT (TYP.
FRONT OF CABINETS)

GSM CABINET

FUTURE CABINET

SECTION A

SCALE: 1" = 4'-0"

C4

COAX LINES (TOTAL OF 12) FURNISHED
BY AMERICAN CELLULAR & INSTALLED
BY CONTRACTOR (NOTE: ONLY ONE
SHOWN FOR CLARITY)

SINGLE LEVEL TRAPEZE
FOR 1/2" JUMPER
BENEATH CANOPY

AMERICAN CELLULAR
53 125"x25.625" GSM
EQUIPMENT CABINET (1
FOR NOW, 2 FUTURE)

AMERICAN CELLULAR
54"x45"x6" PLYNTH

12" THICK CONCRETE
PAD (SEE DETAILS ON
SHEET S1)

PROPOSED GRADE

FLOOD LIGHT (TYP
FRONT OF CABINETS)

MGB (SEE
SHEET E3)

GSM
CABINET

SECTION B

SCALE: 1" = 3'

C4

DESCRIPTION

REV. DATE

SPARKS
1360 WILLIAM JUDD RD
EDMONTON, KY 42129

SECTIONS

DESIGNED	DATE
BLE	04/14/06
DRAWN	
SAB	04/14/06
CHECKED	

JOB NO.
06-0035-008

C4

DESCRIPTION

REV. DATE

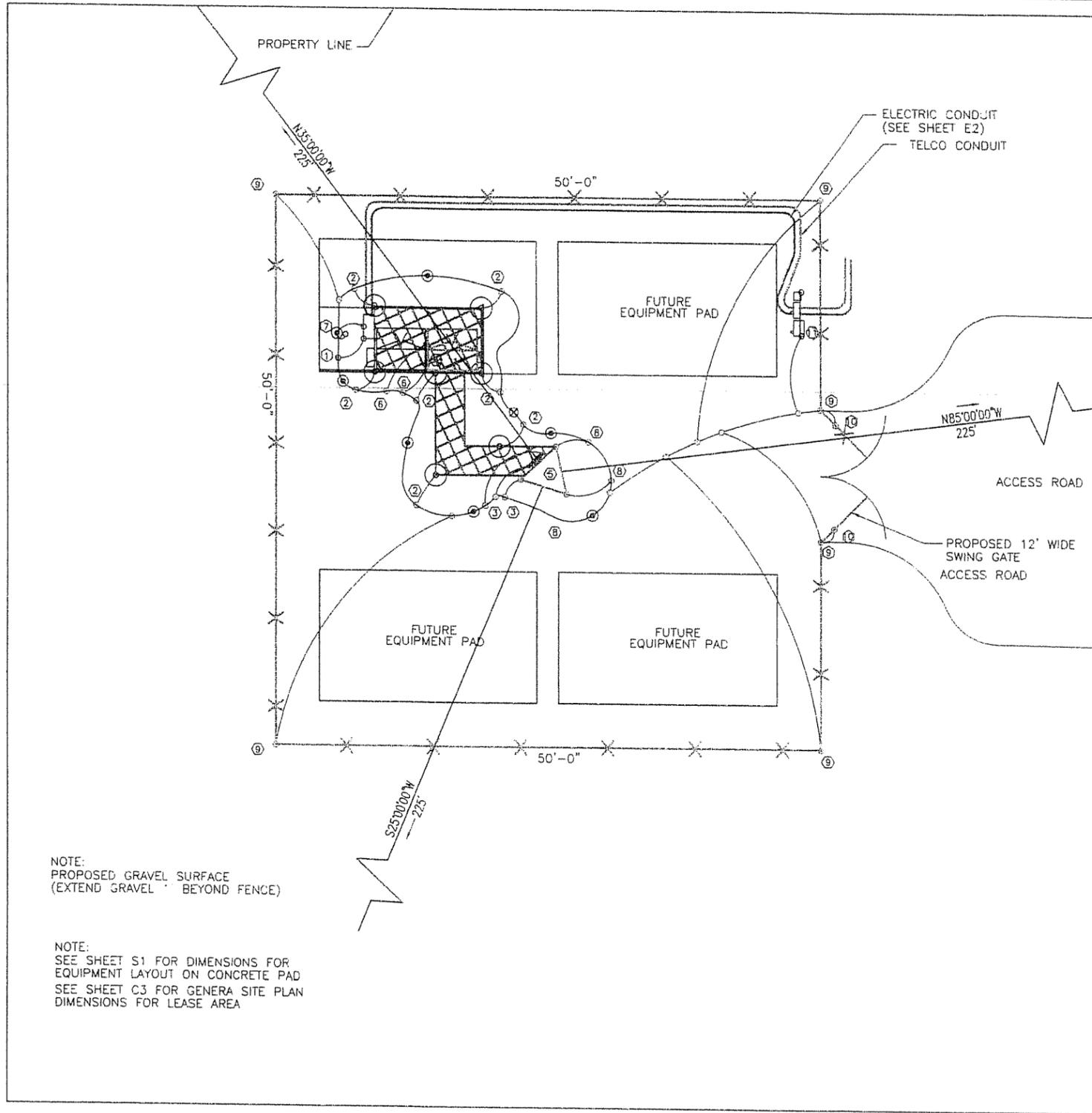
SPARKS
1360 WILLIAM JUDD RD
EDMONTON, KY 42129

GROUNDING SITE PLAN AND
GROUNDING RISER DIAGRAM

DESIGNED	DATE
DLB	04/14/06
SKAW	
SAB	04/14/06
STWGD	

JOB NO.
06-0035-008

E2



NOTE:
PROPOSED GRAVEL SURFACE
(EXTEND GRAVEL BEYOND FENCE)

NOTE:
SEE SHEET S1 FOR DIMENSIONS FOR
EQUIPMENT LAYOUT ON CONCRETE PAD
SEE SHEET C3 FOR GENERAL SITE PLAN
DIMENSIONS FOR LEASE AREA

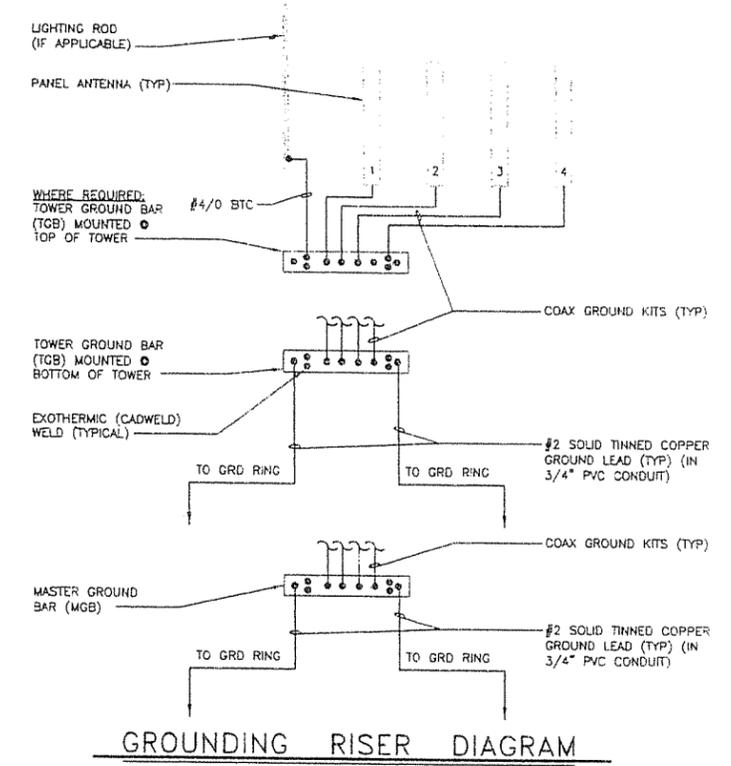
NOTE:
GROUND PLATES WITH TERRA FILL OR
EQUIVALENT MAY BE SUBSTITUTED FOR
GROUND RODS

GROUNDING SITE PLAN
N.T.S.

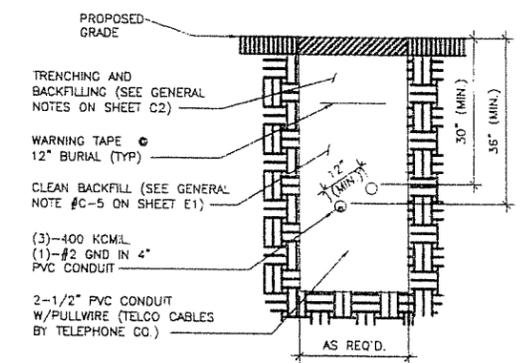


GROUNDING LEGEND

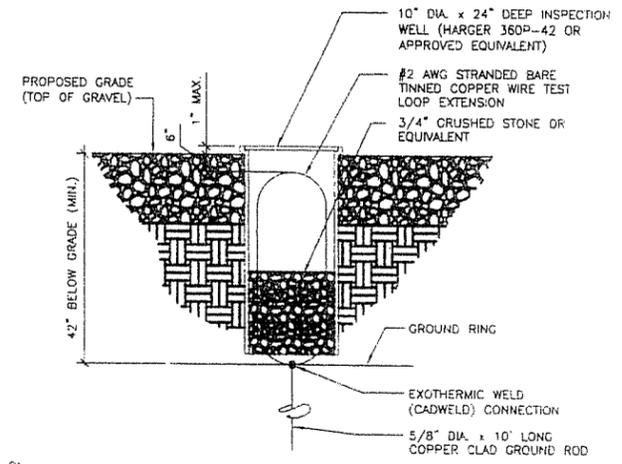
- BTC = BARE TINNED COPPER
 - ① GSM CABINET GROUND LEAD
 - ② ICE BRIDGE SUPPORT GROUND LEAD
 - ③ GROUND LEADS TO TOWER GROUND BAR
 - ④ MASTER GROUND BAR (SEE SHEET E3)
 - ⑤ TOWER GROUND BAR (SEE SHEET E3)
 - ⑥ GROUND LEADS TO MASTER GROUND BAR
 - ⑦ POWER GROUND LEAD
 - ⑧ DISCONNECT SW GROUND
 - ⑨ FENCE GROUND
 - ⑩ GATE GROUND LEAD
 - ⑪ PEDESTAL GROUND
 - ⊙ GROUND ROD (TYPICAL)
 - ⊗ TEST WELL (TYPICAL)
 - ⊕ EXOTHERMIC WELD
 - ⊖ GROUND BAR (TYP)
- NOTE:
ALL #2 AWG BTC CONDUCTORS SHALL BE
EXOTHERMIC WELDED TO GROUND BARS.
COMPRESSION LUGS ARE NOT ACCEPTABLE ON
SOLID CONNECTORS



GROUNDING RISER DIAGRAM
N.T.S.

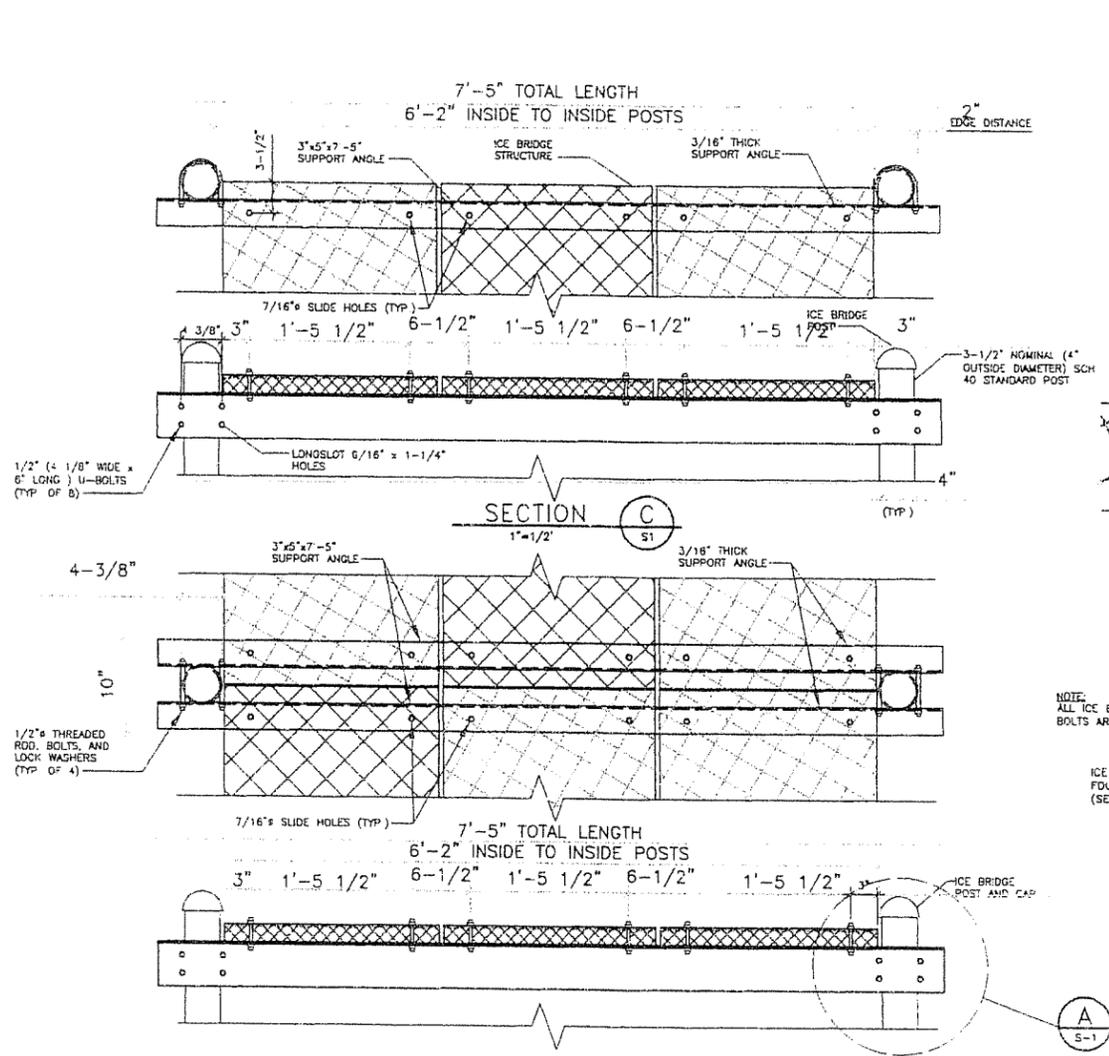


TRENCH SECTION
N.T.S.

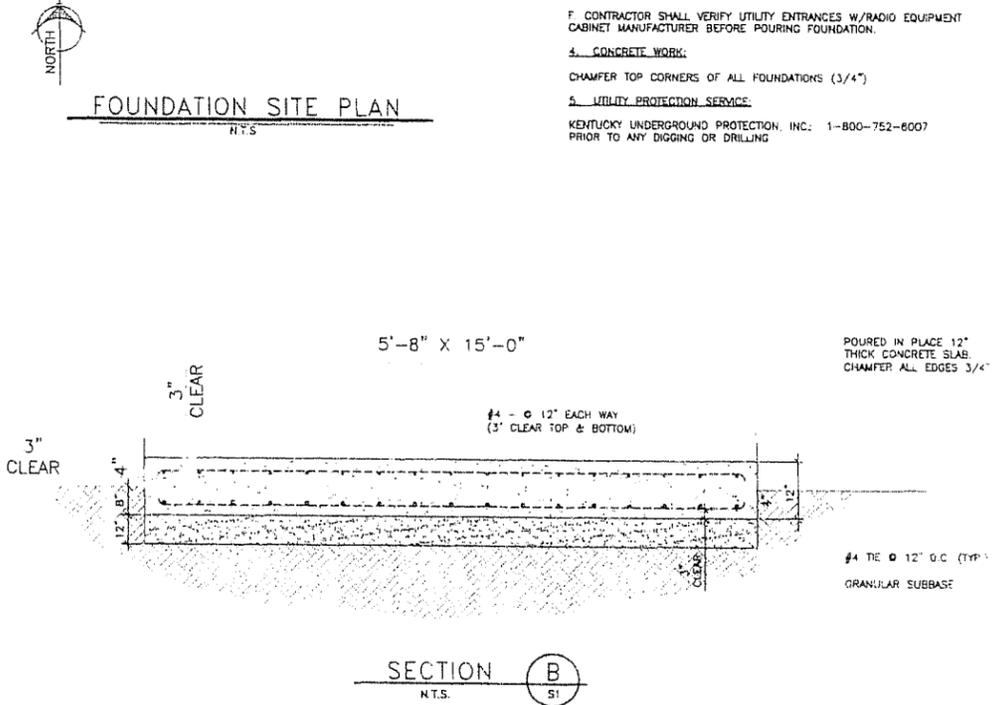
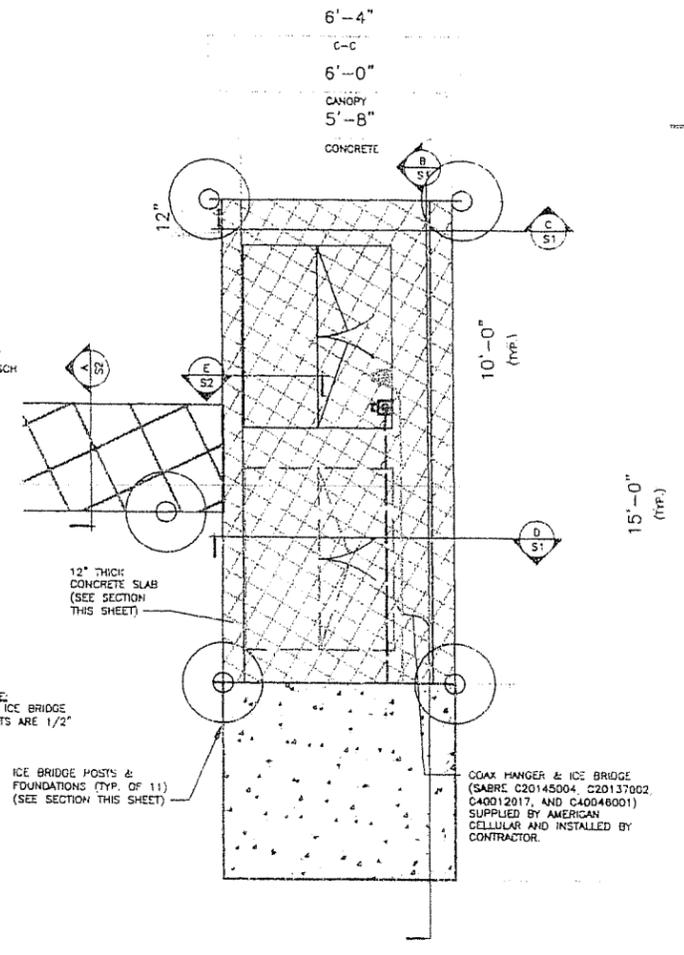
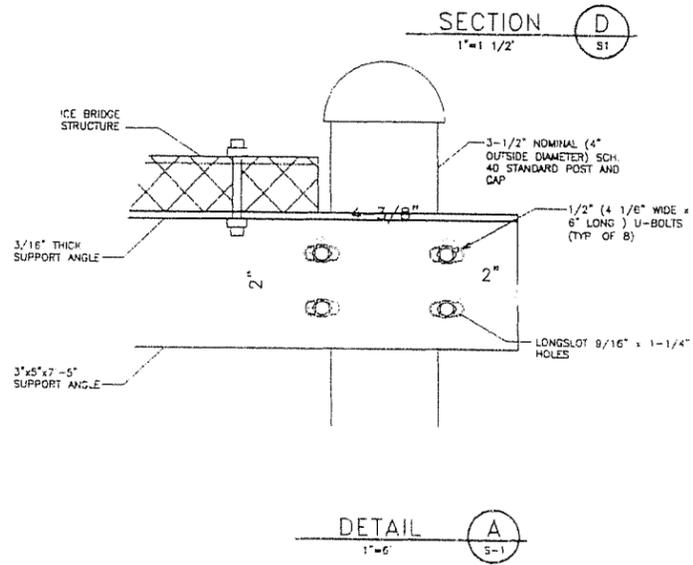


TEST WELL DETAIL
N.T.S.

4127 File: 0602 File: Potesta Logo: 0206.00
 11/10/05 10:02:33 AM: Potesta Logo: 0206.00
 11/10/05 10:02:33 AM: Potesta Logo: 0206.00
 11/10/05 10:02:33 AM: Potesta Logo: 0206.00



NOTE: ICE BRIDGE HEIGHT IS 10'-0"



NOTES:

1. **GENERAL PROVISIONS**
 THIS STRUCTURE HAS BEEN DESIGNED IN ACCORDANCE WITH THE GOVERNING PROVISIONS OF IBC. MATERIALS AND SERVICES PROVIDED BY THE CONTRACTOR SHALL CONFORM TO THE ABOVE MENTIONED CODE AND THE CONTRACT SPECIFICATIONS.
 THE CONTRACTOR SHALL VISIT THE SITE AND BECOME FAMILIAR WITH THE JOB CONDITIONS AND RESTRICTIONS.
2. **STRUCTURAL STEEL**
 ANGLES: ASTM A36
 BOLTS: ASTM A325
 A. DETAILING, FABRICATION, AND ERECTION SHALL CONFORM TO THE LATEST AISC SPECIFICATIONS.
 B. WHEN FORCES ARE NOT SHOWN, THE CONNECTION SHALL DEVELOP 1/2 OF THE ALLOWABLE UNIFORM LOAD AS SPECIFIED IN THE BEAM TABLES OF AISC (ASD). A MINIMUM OF 2 BOLTS SHALL BE USED.
 C. FIELD VERIFY ALL CONDITIONS AT AND CONNECTIONS TO THE EXISTING CONSTRUCTION BEFORE FABRICATION.
 D. ALL STEEL TO BE GALVANIZED AFTER FABRICATION ASTM 123.
3. **FOUNDATION SYSTEM**
 THE CONTRACTOR SHALL EXERCISE GREAT CARE DURING EXCAVATION. THE CONTRACTOR SHALL PREDETERMINE UTILITY LOCATIONS AND NOTIFY THE ENGINEER IMMEDIATELY IF DEVIATION FROM PLANS EXIST.
 A. THE CONTRACTOR IS HEREBY MADE AWARE THAT NO SUBSURFACE REPORT HAS BEEN PERFORMED AT THIS SITE. THE CONTRACTOR SHALL VERIFY ALL EXISTING SITE CONDITIONS, INCLUDING SUBSURFACE CONDITIONS, EMBANKMENT STABILITY, AND ALLOWABLE BREAKING CAPACITY. THE CONTRACTOR SHALL OBTAIN PERMISSION OF OWNER VIA POTESTA PRIOR TO SITE ENTRY FOR THE PURPOSE OF VERIFICATION OF EXISTING SITE CONDITIONS.
 B. THE CONTRACTOR SHALL VERIFY A MINIMUM ALLOWABLE BEARING CAPACITY OF 2000 PSF. IF UNSUITABLE SOILS SUCH AS ORGANIC SOIL, GRANULAR FILL OR RUBBLE FILL ARE PRESENT THE CONTRACTOR SHALL NOTIFY THE ENGINEER IMMEDIATELY FOR FURTHER INSTRUCTIONS ABOUT PLACING CONCRETE.
 C. ALL CONCRETE SHALL BE A MINIMUM COMPRESSIVE STRENGTH OF 4000 PSI AT 7 DAYS FOR THE BUILDING FOUNDATION, AND AT 28 DAYS FOR ALL OTHER CONCRETE. VIBRATED, EXECUTED IN ACCORDANCE WITH ACI-318-02 BUILDING CODE REQUIREMENTS FOR REINFORCED CONCRETE, TESTED, AND CONSTRUCTED WITHIN 1/8" OF THE ELEVATIONS SPECIFIED HEREIN. PRIOR TO PLACING ANY CONCRETE, THE CONTRACTOR SHALL SUBMIT A CONCRETE DESIGN MIX TO THE ENGINEER FOR APPROVAL. THE CONTRACTOR SHALL PREPARE AND SUBMIT CONCRETE TEST CYLINDERS FOR TESTING IN ACCORDANCE WITH ASTM C-31 AND C-35, WITH A MINIMUM OF 1 CYLINDER PER FEATURE, MOLDED IN ACCORDANCE WITH ASTM-172. CONTRACTOR SHALL BE RESPONSIBLE FOR TESTING LAB FEES.
 D. ALL REINFORCING STEEL SHALL BE TIED, CONFORM TO ASTM-A615/A615M-94 GRADE 60 AND BE DETAILED IN ACCORDANCE WITH ACI-318-02 AND SHALL HAVE MINIMUM COVER OF 3 INCHES, UNLESS NOTED OTHERWISE.
 E. RADIO EQUIPMENT; THE GENERAL CONTRACTOR SHALL PROVIDE ALL LABOR, EQUIPMENT, AND MATERIAL FOR THE PROPER LIFTING AND SETTING OF THE RADIO EQUIPMENT FROM THE TRANSPORT TRUCK BED TO THE FINAL POSITION ON THE CONCRETE FOUNDATION. THE EQUIPMENT SHALL BE LIFTED INTO PLACE BY USING A MINIMUM OF FOUR (4) NYLON LIFTING STRAPS. EACH STRAP SHALL BE RATED AT 8,000# EACH.
 F. CONTRACTOR SHALL VERIFY UTILITY ENTRANCES W/RADIO EQUIPMENT CABINET MANUFACTURER BEFORE POURING FOUNDATION.
4. **CONCRETE WORK**
 CHAMFER TOP CORNERS OF ALL FOUNDATIONS (3/4")
5. **UTILITY PROTECTION SERVICE**
 KENTUCKY UNDERGROUND PROTECTION, INC. 1-800-752-8007
 PRIOR TO ANY DIGGING OR DRILLING.

REV.	DATE	DESCRIPTION

SPARKS
 1360 WILLIAM JUDD RD
 EDMONTON, KY 42129

ICE BRIDGE AND FOUNDATION
 DETAILS & STRUCTURAL NOTES

DESIGNED	DATE
BLB	04/14/06
SAB	04/14/06

JOB NO
 06-0035-008

S1

125 Lakeview Drive, Morgantown, WV 26508
 TEL: (304) 226-2245 FAX: (304) 226-2248
 E-Mail Address: potesta@potesta.com

REV.	DATE	DESCRIPTION

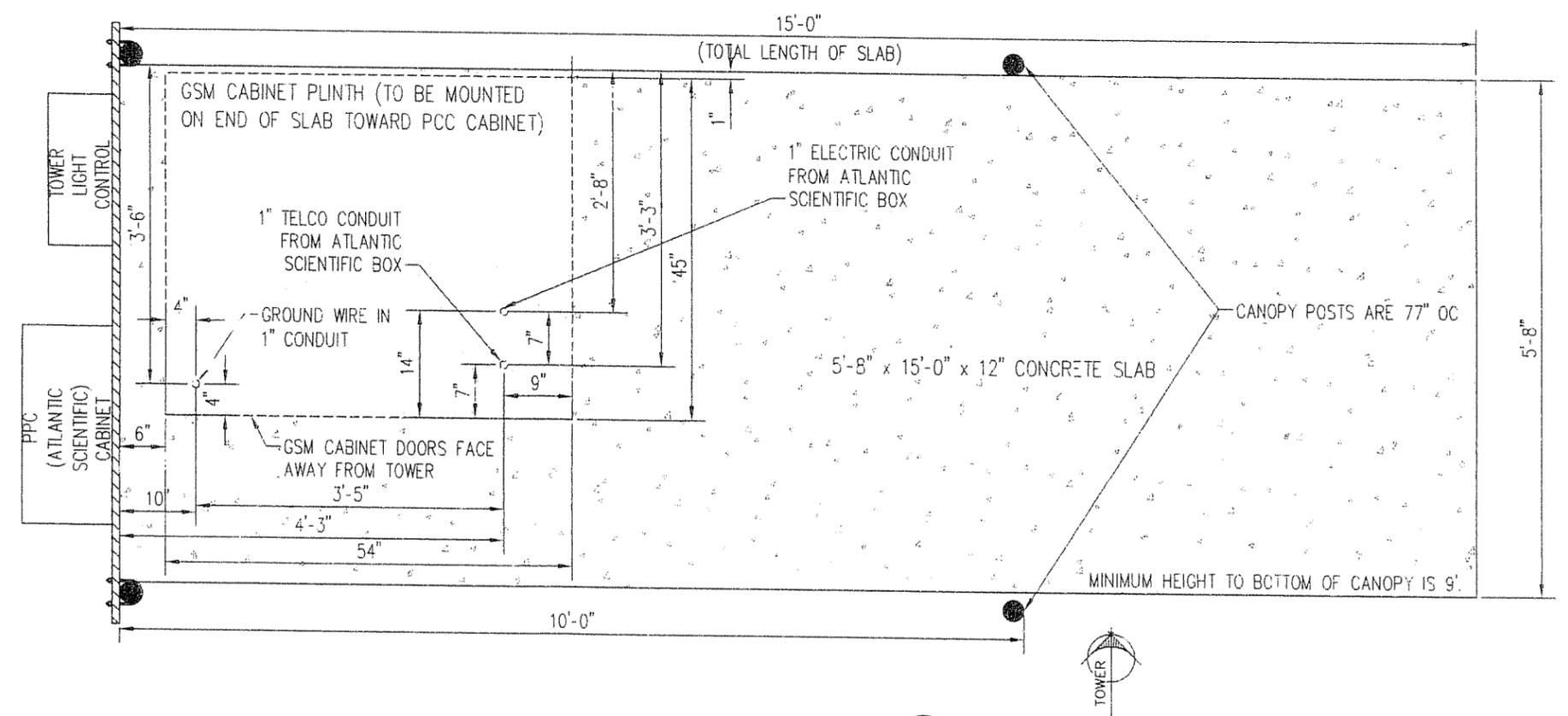
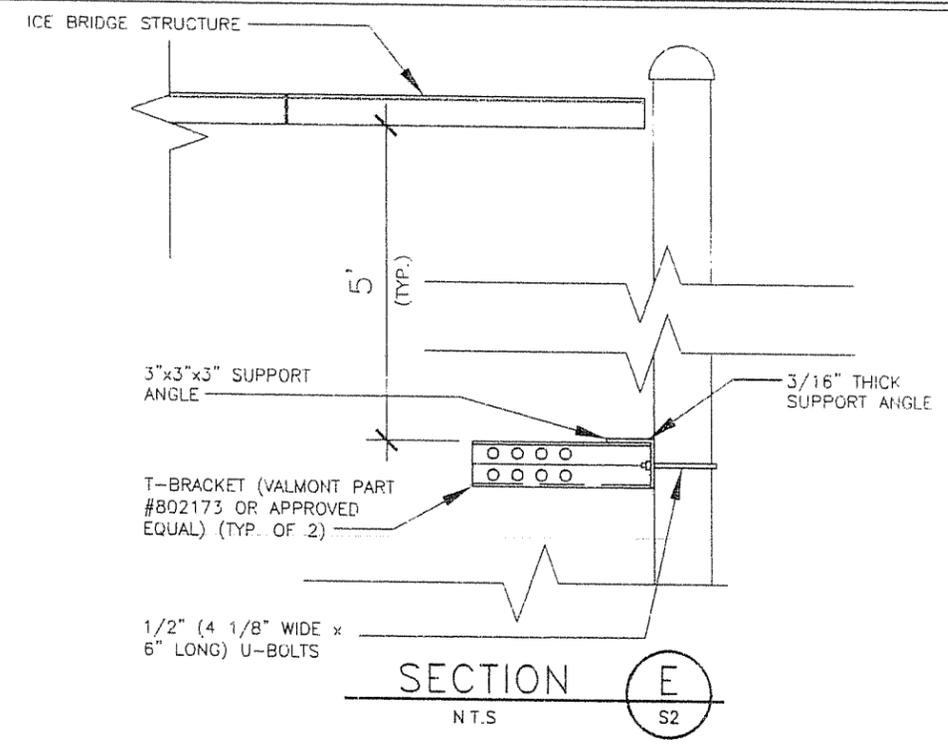
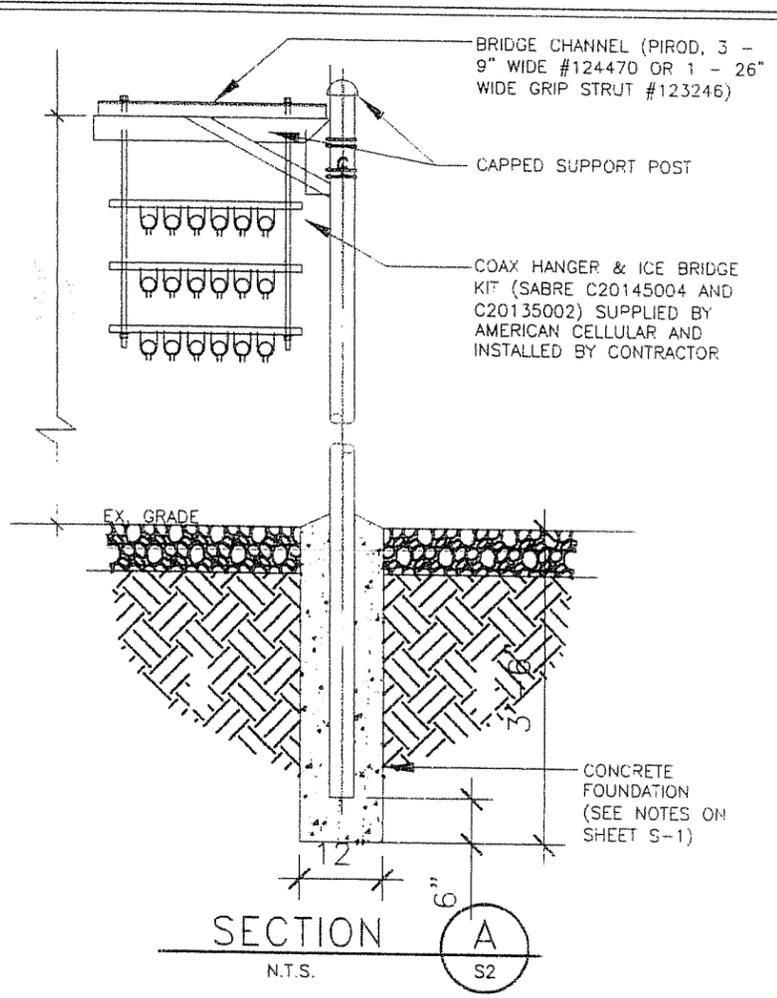
SPARKS
 1360 WILLIAM JUDD RD
 EDMONTON, KY 42129

DBS
 FOUNDATION, & SLAB DETAILS

DESIGNED	DATE
BLB	04/14/06
DRAWN	DATE
SAB	04/14/06
CHECKED	

JOB NO.
 06-0035-008

S2



SLAB & STUB-UP DETAIL C
 SCALE = 1"=2'

NOTES: 1. SEE SHEET S-1 FOR TOWER DETAILS. 2. SEE SHEET S-2 FOR FOUNDATION DETAILS. 3. SEE SHEET S-3 FOR ELECTRICAL DETAILS. 4. SEE SHEET S-4 FOR PCC CABINET DETAILS. 5. SEE SHEET S-5 FOR TOWER LIGHT CONTROL DETAILS. 6. SEE SHEET S-6 FOR CONDUIT DETAILS. 7. SEE SHEET S-7 FOR GROUND WIRE DETAILS. 8. SEE SHEET S-8 FOR GSM CABINET DETAILS. 9. SEE SHEET S-9 FOR CANOPY DETAILS. 10. SEE SHEET S-10 FOR TOWER FOUNDATION DETAILS.

EXHIBIT F

COMPETING UTILITIES, CORPORATIONS, OR PERSONS LIST

COMPETING UTILITIES, CORPORATIONS, OR PERSONS LIST:

- American Towers
- Crown Communications
- SBA
- Verizon
- Cingular/AT&T
- Nextel
- T-Mobil
- Sprint
- Bluegrass Cellular
- Ramcell Cellular

EXHIBIT G
COLLOCATION REPORT

Cellular One

124 S. Keeneland Drive Richmond, KY 40475

859-544-4802

859-544-5858 FAX

April 4, 2006

To Whom it may Concern:

In regard to the proposed cellular communications site known as Sparks, KY, this letter will seek to explain co-location issues.

To be able to serve the area, a structure in the realm of 300 ft. above ground level will be required. According to a survey by our site acquisition team, there simply are no tall structures in the area. Therefore, while it is the policy of American Cellular to pursue co-location opportunities wherever possible, there are no opportunities in this area. Thus, the construction of a new tower is the only alternative open to American Cellular.

Sincerely,

W. Eric Broviak
Regional Rf Engineering Manager

CellularONE

124 S. Keeneland Drive Richmond, KY 40475

859-544-4802

859-544-5858 FAX

SPARKS

Discussion of site need and configuration

Currently, Cellular One coverage along the Cumberland Parkway falls off rapidly east of Edmonton. The closest sites are near Edmonton and Columbia. The distance, coupled with local terrain, blocks any meaningful signal from reaching the area.

The proposed site fills in the coverage problems noted above extending service along the parkway from Edmonton to nearly 3 miles northeast of the site. The height is needed to overcome low areas where the East Fork of Barren River crosses the parkway to assure continuous coverage to the Edmonton area.

Sincerely,

W. Eric Broviak
Regional Rf Engineering Manager

EXHIBIT H
APPLICATION TO FAA

Notice of Proposed Construction or Alteration (7460-1)

Project Name: SHARE-000036082-06 **Sponsor:** Shared Sites, L.L.C.

Details for Case : SPARKS 2

Show Project Summary

Case Status

ASN: 2006-ASO-1660-OE	Date Submitted: 03/15/2006
Status: Accepted	Date Accepted: 03/15/2006
NONE	Date Determined:
	Letter: None

Construction / Alteration Information

Notice Of: Construction
Duration: Permanent
if Temporary :Months: Days:
Work Schedule - Start: 05/01/2006
Work Schedule - End: 12/31/2006
State Filing:

Structure Summary

Structure Name: SPARKS 2
Structure Type: Antenna Tower
Other :
FCC Number:
Prior ASN:

Structure Details

Latitude: 37° 1' 4.29" N
Longitude: 85° 30' 53.11" W
Horizontal Datum: NAD83
Horizontal Accuracy: 2C
Site Elevation (SE): 1029 (nearest foot)
Structure Height (AGL): 306 (nearest foot)
Marking/Lighting: White-medium intensity
Other :

Common Frequency Bands

Low Freq	High Freq	Freq Unit	ERP	ERP Unit
806	824	MHz	500	W
824	849	MHz	500	W
851	866	MHz	500	W
869	894	MHz	500	W
896	901	MHz	500	W
901	902	MHz	7	W
930	931	MHz	3500	W
931	932	MHz	3500	W
932	932.5	MHz	17	dBW
935	940	MHz	1000	W
940	941	MHz	3500	W
1850	1910	MHz	1640	W
1930	1990	MHz	1640	W
2305	2310	MHz	2000	W
2345	2360	MHz	2000	W

Nearest City: Edmonton
Nearest State: Kentucky
Traverseway: No Traverseway

Specific Frequencies

Description of Location: 1441 William Judd Rd
 Edmonton, KY 42129
Description of Proposal: 300' wireless communications tower facility with 6' lightning rod located with fenced compound.



Federal Aviation Administration
 Air Traffic Airspace Branch, ASW-520
 2601 Meacham Blvd.
 Fort Worth, TX 76137-0520

Aeronautical Study No.
 2006-ASO-1660-OE

Issued Date: 04/07/2006

Kamal Doshi
 Shared Sites, L.L.C.
 1390 Chain Bridge Rd #40
 McLean, VA 22101

**** DETERMINATION OF NO HAZARD TO AIR NAVIGATION ****

The Federal Aviation Administration has completed an aeronautical study under the provisions of 49 U.S.C., Section 44718 and, if applicable, Title 14 of the Code of Federal Regulations, part 77, concerning:

Structure Type: Antenna Tower
 Location: Edmonton, KY
 Latitude: 37-1-4.29 N NAD 83
 Longitude: 85-30-53.11 W
 Heights: 306 feet above ground level (AGL)
 1335 feet above mean sea level (AMSL)

This aeronautical study revealed that the structure does not exceed obstruction standards and would not be a hazard to air navigation provided the following condition(s), if any, is(are) met:

As a condition to this Determination, the structure is marked and/or lighted in accordance with FAA Advisory Circular 70/7460-1 AC 70/7460-1K Change 1, Obstruction Marking and Lighting, 24-hr med-strobes - Chapters 4,6(MIWOL), &12.

It is required that the enclosed FAA Form 7460-2, Notice of Actual Construction or Alteration, be completed and returned to this office any time the project is abandoned or:

At least 10 days prior to start of construction
 (7460-2, Part I)

Within 5 days after the construction reaches its greatest height
 (7460-2, Part II)

See attachment for additional condition(s) or information.

This determination expires on 10/7/2007 unless:

- (a) extended, revised or terminated by the issuing office.
- (b) the construction is subject to the licensing authority of the Federal Communications Commission (FCC) and an application for a construction permit has been filed, as required by the FCC, within 6 months of the date of this determination. In such case, the determination expires on the date prescribed by the FCC for completion of construction, or the date the FCC denies the application.

NOTE: REQUEST FOR EXTENSION OF THE EFFECTIVE PERIOD OF THIS DETERMINATION MUST BE POSTMARKED OR DELIVERED TO THIS OFFICE AT LEAST 15 DAYS PRIOR TO THE

EXPIRATION DATE.

This determination is based, in part, on the foregoing description which includes specific coordinates, heights, frequency(ies) and power. Any changes in coordinates, heights, and frequencies or use of greater power will void this determination. Any future construction or alteration, including increase to heights, power, or the addition of other transmitters, requires separate notice to the FAA.

This determination does include temporary construction equipment such as cranes, derricks, etc., which may be used during actual construction of the structure. However, this equipment shall not exceed the overall heights as indicated above. Equipment which has a height greater than the studied structure requires separate notice to the FAA.

This determination concerns the effect of this structure on the safe and efficient use of navigable airspace by aircraft and does not relieve the sponsor of compliance responsibilities relating to any law, ordinance, or regulation of any Federal, State, or local government body.

A copy of this determination will be forwarded to the Federal Communications Commission if the structure is subject to their licensing authority.

If we can be of further assistance, please contact our office at (847)294 7575. On any future correspondence concerning this matter, please refer to Aeronautical Study Number 2006-ASO-1660-OE.

Signature Control No: 456717-452173

(DNE)

Vivian Vilaro
Technician

Attachment(s)
Additional Information
Frequency Data

7460-2 Attached

Additional Information for ASN 2006-ASO-1660-OE

NOTE WITH REGARDS TO OBSTRUCTION MARKING AND LIGHTING

The FAA has no objection to the use of a 24-hour medium intensity white obstruction lighting system (MIWOL) with regards to aviation safety. However, the sponsor should be acutely aware that the nighttime use of a MIWOL system is often very objectionable to citizens who reside in the vicinity of the structure. Serious complaints oftentimes result from the use of this type of lighting system even in rural areas. The FAA does not approve MIWOL systems in or near urban areas or within 3 NM of a public-use airport. Accordingly, should the sponsor wish to utilize one of the alternative lighting systems, such as a medium intensity dual lighting system the FAA would have no objection.

PLEASE BE ADVISED THAT THERE IS A VERY STRONG POSSIBILITY SOMEONE WILL COMPLAIN ABOUT THIS MIWOL SYSTEM. ALL COMPLAINTS RECEIVED BY THIS OFFICE WILL BE REFERRED DIRECTLY TO YOU

Frequency Data for ASN 2006-ASO-1660-OE

LOW FREQUENCY	HIGH FREQUENCY	FREQUENCY UNIT	ERP	ERP UNIT
806	824	MHz	500	W
824	849	MHz	500	W
851	866	MHz	500	W
869	894	MHz	500	W
896	901	MHz	500	W
901	902	MHz	7	W
930	931	MHz	3500	W
931	932	MHz	3500	W
932	932.5	MHz	17	dBW
935	940	MHz	1000	W
940	941	MHz	3500	W
1850	1910	MHz	1640	W
1930	1990	MHz	1640	W
2305	2310	MHz	2000	W
2345	2360	MHz	2000	W

EXHIBIT I

APPLICATION TO KENTUCKY AIRPORT ZONING COMMISSION



Kentucky Transportation Cabinet, Kentucky Airport Zoning Commission, 200 Mero Street, Frankfort, KY 40622 APPLICATION FOR PERMIT TO CONSTRUCT OR ALTER A STRUCTURE INSTRUCTIONS INCLUDED	Kentucky Aeronautical Study Number
---	------------------------------------

1. APPLICANT -- Name, Address, Telephone, Fax, etc. Shared Sites, L.L.C.: Kamal Doshi 1390 Chain Bridge Rd #40 McLean, VA 22101 703-893-0806 (phone) 703-852-7289 (fax)	9. Latitude: <u>37</u> ° <u>01</u> ' <u>4</u> " <u>29</u> " 10. Longitude: <u>85</u> ° <u>30</u> ' <u>53</u> " <u>11</u> " 11. Datum: <input type="checkbox"/> NAD83 <input type="checkbox"/> NAD27 <input type="checkbox"/> Other 12. Nearest Kentucky City: <u>Edmonton</u> County <u>Metcalfe</u> 13. Nearest Kentucky public use or Military airport: <u>Columbia-Adair County Airport (I96)</u> 14. Distance from #13 to Structure: <u>10.6 Miles</u> 15. Direction from #13 to Structure: <u>ESE</u> 16. Site Elevation (AMSL): <u>1,100.00</u> Feet 17. Total Structure Height (AGL): <u>256.00</u> Feet 18. Overall Height (#16 + #17) (AMSL): <u>1,356.00</u> Feet 19. Previous FAA and/or Kentucky Aeronautical Study Number(s): 20. Description of Location: (Attach USGS 7.5 minute Quadrangle Map or an Airport layout Drawing with the precise site marked and any certified survey) 1441 William Judd Rd Edmonton, KY 42129 (see attached Quad Map)
2. Representative of Applicant -- Name, Address, Telephone, Fax Boulevard Properties, L.L.C.: Matt Wallack 7383 Utica Blvd Lowville, NY 13367 315-376-3333 (phone) 315-376-8139 (fax)	
3 Application for: <input checked="" type="checkbox"/> New Construction <input type="checkbox"/> Alteration <input type="checkbox"/> Existing 4 Duration: <input checked="" type="checkbox"/> Permanent <input type="checkbox"/> Temporary (Months Days) 5 Work Schedule: Start <u>01 Apr 2006</u> End <u>31 Dec 2006</u> 6. Type: <input checked="" type="checkbox"/> Antenna Tower <input type="checkbox"/> Crane <input type="checkbox"/> Building <input type="checkbox"/> Power Line <input type="checkbox"/> Landfill <input type="checkbox"/> Water Tank <input type="checkbox"/> Other 7. Marking/Painting and/or Lighting Preferred: <input type="checkbox"/> Red Lights and Paint <input type="checkbox"/> Dual - Red & Medium Intensity White <input checked="" type="checkbox"/> White - Medium Intensity <input type="checkbox"/> Dual - Red & High Intensity White <input type="checkbox"/> White - High Intensity <input type="checkbox"/> Other	
8. FAA Aeronautical Study Number _____	

21. Description of Proposal:

250' Wireless Communications Tower w/ 6' lightning rod located within fenced compound.

22. Has a "NOTICE OF CONSTRUCTION OR ALTERATION" (FAA Form 7460-1) been filed with the Federal Aviation Administration?
 No Yes, When February 20, 2006

CERTIFICATION: I hereby certify that all the above statements made by me are true, complete and correct to the best of my knowledge and belief.

<u>Matthew J. Wallack</u>	<u>20 Feb 2006</u>
Printed Name and Title	Signature Date

PENALTIES: Persons failing to comply with Kentucky Revised Statutes (KRS 183.861 through 183.990) and Kentucky Administrative Regulations (602 KAR 050:Series) are liable for fines and/or imprisonment as set forth in KRS 183.990(3). Non-compliance with Federal Aviation Administration Regulations may result in further penalties.

Commission Action:

Chairman, KAZC Administrator, KAZC
 Approved
 Disapproved _____ Date _____

EXHIBIT J
GEOTECHNICAL REPORT

**GEOTECHNICAL ENGINEERING REPORT
PROPOSED 250-FT GUYED TOWER
SPARKS SITE
EDMONTON, KENTUCKY 42129
MARCH 2006**

Prepared for:

SHARED SITES, LLC

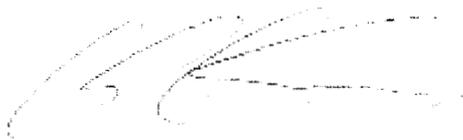
AMERICAN CELLULAR

and

BTM ENGINEERING, INC.
Louisville, Kentucky

Prepared by:

SMITH MANAGEMENT GROUP
Louisville, Kentucky



Chip Wilkinson, P.E.
Geotechnical Engineer



TABLE OF CONTENTS

1.0 INTRODUCTION	1
2.0 SITE LOCATION AND PROJECT DESCRIPTION	1
3.0 SUBSURFACE EXPLORATION AND TESTING PROCEDURES	2
4.0 SITE GEOLOGY	2
5.0 SUBSURFACE CONDITIONS.....	3
6.0 ANALYSIS AND RECOMMENDATIONS.....	3
6.1 GENERAL	3
6.2 TOWER FOUNDATION	3
6.3 ANCHOR BLOCKS	4
6.4 RESISTIVITY ANALYSIS	5
7.0 QUALIFICATIONS	6

APPENDIX

Site Location (Topographic) Map
Boring Location Plan
Boring Logs
Geologic Map
Geologic Map Key
Geologic Description

1.0 INTRODUCTION

Subsurface exploration for the tower planned for construction in Edmonton, Kentucky has been completed. As a part of our subsurface exploration, four (4) sample borings extending to depths of approximately 15 feet below existing grade were drilled at the site. The purpose of this report is to describe the subsurface conditions encountered in the borings, analyze and evaluate the test data, and provide recommendations regarding the design and construction of the foundation system for the proposed communication tower.

2.0 SITE LOCATION AND PROJECT DESCRIPTION

The site is located at 1441 William Judd Road just south of the Louie B. Nunn Cumberland Parkway to the east of Edmonton, Kentucky (see attached topographic map). Exact tower loads were not available for this writing; however, based on our past experience and conversations with BTM personnel, the maximum loads are anticipated to be as follows:

<u>Tower</u>		<u>Anchors</u>	
Vertical (down):	125 kips	Uplift Load:	20 kips
Horizontal Shear:	4 kips	Lateral Load:	23 kips

Settlement restrictions for the tower were not available at the time of this writing but we understand that the guy anchors can periodically be re-tensioned to accommodate slight lateral and vertical movements.

The new tower will be constructed near the highest topographic point in an open farm field. Site grading for the tower compound is expected to include less than about 2 feet of cut and fill to establish rough subgrade elevation.

3.0 SUBSURFACE EXPLORATION AND TESTING PROCEDURES

The subsurface exploration consisted of drilling and sampling a total of four borings at the locations staked in the field (see attached Boring Location Plan). The soil borings were drilled with a Giddings ATV-mounted rotary drill rig using 3-inch diameter soil augers with dual carbide-tipped cutting teeth to advance the borehole. Representative soil samples were obtained from the cuttings produced by the drilling process and subsequently placed in sealed containers for transport to the laboratory for further evaluation and classification. The samples were classified by SMG's geotechnical engineer based on visual observation, texture and plasticity. Penetrometer tests were performed on representative soil samples to evaluate soil shear strength, compressibility and consistency in-situ.

Field logs of the borings were prepared by the geotechnical engineer. These logs included visual classifications of the materials encountered during drilling as well as the engineer's interpretation of the subsurface conditions between samples. The final boring logs included with this report represent an interpretation of the field logs and include modifications based on the classification results. Estimated group symbols according to the Unified Soil Classification System are given on the boring logs.

4.0 SITE GEOLOGY

Review of the Geologic Map of the East Fork Quadrangle indicates that the bedrock in the project area is comprised of the St. Louis Limestone and Salem and Warsaw Limestones. These rock formations are generally comprised of limestone and shale. A more detailed description of the bedrock formations is attached to this report.

5.0 SUBSURFACE CONDITIONS

Specific soil conditions encountered at the sample boring locations are indicated on the attached boring logs and discussed in the following paragraphs. In general, the approximately 6 inches of topsoil is underlain by stiff to very stiff brownish red to reddish brown fat clay (CH) with chert fragments (residual) to the boring termination depths. The clay exhibited cohesive strengths ranging from about 1,500 psf to 2,500 psf and N-values were estimated to be on the order of 12 to 20 blows per foot, indicative of high soil shear strength and low compressibility.

Groundwater was not observed in the borings during or immediately after completion of drilling operations. However, fluctuations in the groundwater table can occur and perched water can develop over low permeability soil or rock strata following periods of heavy or prolonged precipitation. The possibility of encountering groundwater should be considered when developing design and construction plans and specifications for the project. In light of the relatively low permeability of the clay soils encountered at this site, long term monitoring in cased holes or piezometers would be necessary to accurately evaluate the potential range of groundwater conditions on the site.

6.0 ANALYSIS AND RECOMMENDATIONS

6.1 GENERAL

Based on the encountered subsurface conditions, it is our opinion that a shallow foundation would be the most practical and economical foundation for the proposed tower. Guy anchors can be designed as shallow dead-man anchor blocks. Shallow foundation and anchor block recommendations are presented in the following paragraphs.

6.2 TOWER FOUNDATION

A shallow spread footing can be used to support the proposed tower. A shallow footing founded in the stiff to very stiff brownish red fat clay may be designed using a net allowable soil bearing pressure of 4,000 psf. This allowable bearing pressure includes a safety factor of at least 3. A minimum plan footing dimension of 4 feet is recommended to reduce the potential for local soil shear failure. To resist lateral loads, an ultimate friction factor of 0.35 can be taken between the tower foundation and underlying native soil. If additional lateral resistance is required, the passive resistance values given for the anchor blocks may be utilized.

6.3 ANCHOR BLOCKS

Anchor blocks can be used to restrain the tower by resisting lateral and vertical components of tensile forces in the guy wires. We presume that the top of the anchors will be set about 4 to 6 feet below the ground surface and the anchors will be about 2 to 4 feet thick (measured top to bottom). Based on the results of our subsurface exploration, the following geotechnical parameters may be used to design the anchors.

Guy Anchor Design Parameters

Anchor Depth (feet)	Soil Description	Allowable Skin Friction (psf)	Allowable Passive Pressure (psf)	Internal Angle of Friction (Degree)	Cohesion (psf)
0 – 4	Topsoil and Clay	Ignore	Ignore	-	-
4 – 10	Stiff to very stiff fat clay	500	2,000	0	2,000

The values provided in the above table are based on the presumption that the vertical anchor bearing face and sides will be in direct contact with undisturbed soil. Frictional resistance at the base of the block should be ignored for evaluation purposes due to uplift considerations. The above indicated cohesion values have no factors of safety, and the allowable skin friction and passive resistance values have factors of safety of 2. The cohesion values given in the above table are based on our borings, published values and our past experience with similar soil types. These values should, therefore, be considered approximate.

Uplift forces on the anchors can be resisted by the dead weight of the anchor block and the effective weight of any soil above the block. A soil unit weight of 110 pcf is considered appropriate based on the presumption that the on-site fat clay soils will be utilized as backfill material over the anchor blocks. The backfill soils should be compacted to at least 95 percent of the standard proctor maximum dry density within 3 percent of the optimum water content.

6.4 RESISTIVITY ANALYSIS

Resistivity of the subsurface soil was measured at the site using an AEMC Model 4500 Ground Resistance Tester. The Wenner Vertical Profiling Method was used. With this array, potential electrodes are centered on a traverse line between the current electrodes and an equal "A" spacing between electrodes is maintained. Resistivity measurements were taken along two (2) traverses. Locations of the soil resistivity traverses are shown on the attached Boring Location Plan. Individual resistivity values at various "A" spacings along the two traverses are summarized in the following table:

Electric Resistivity Test Results

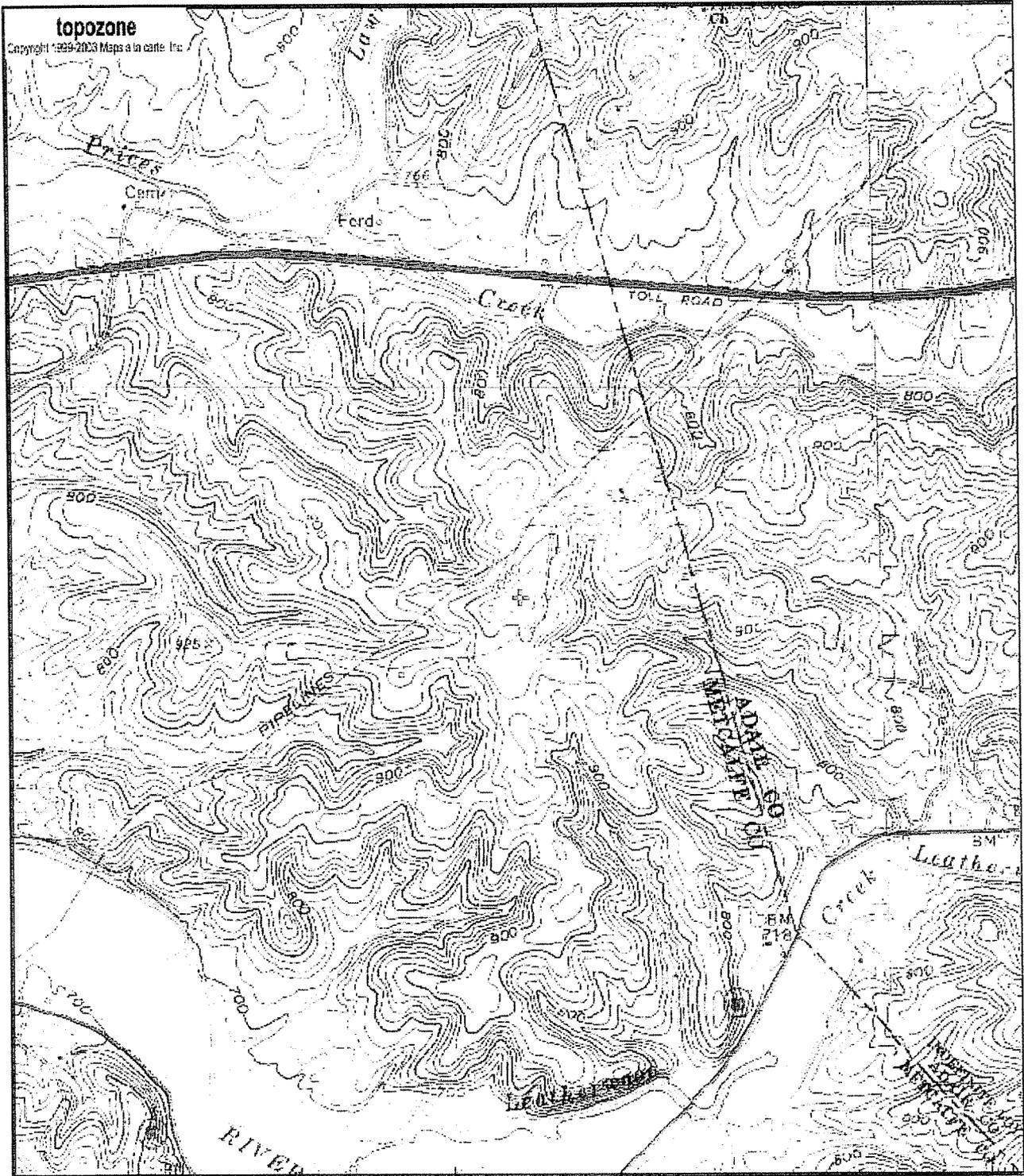
Traverse No.	"A" Spacing (ft)	Resistivity (ohm-cm)
A - A	5	1,075
A - A	10	1,640
A - A	20	2,920
B - B	5	1,210
B - B	10	1,790
B - B	20	3,950

7.0 QUALIFICATIONS

SMG should review the final design plans and specifications and provide comments regarding interpretation and implementation of our geotechnical recommendations in the design and specifications. SMG should also observe excavation and foundation construction operations.

The analysis and recommendations presented in this report are based upon the data obtained from the borings performed at the indicated locations and from other information discussed in this report. This report does not reflect variations that may occur across the site. The nature and extent of such variations may not become evident until construction. If variations appear, it will be necessary to reevaluate the recommendations of this report.

This geotechnical report has been prepared for the exclusive use of **Shared Sites, LLC, American Cellular, and BTM Engineering** for specific application to the project discussed and has been prepared in accordance with generally accepted geotechnical engineering practices. No warranties, either expressed or implied, are intended or made. In the event that changes in the nature, design, or location of the project as outlined in this report, are planned, the conclusions and recommendations contained in this report shall not be considered valid unless SMG reviews the changes, and either verifies or modifies the conclusions of this report in writing.





B-3



B-4



B-1



"A" Traverse

"B" Traverse

B-2



William Judd Road

Billy Davis
Residence



Approximate Boring Location

Not to scale

Smith Management Group
1860 Williamson Court, Ste B
Louisville, Kentucky 40223
502-773-0181 (office)
502-587-6572 (fax)

BORING LOCATION PLAN
PROPOSED GUYED TOWER
SPARKS SITE

Edmonton, Kentucky
March 2006

WILKINSON ENGINEERING, INC.

Eastpoint Business Park
 1860 Williamson Court, Suite B
 Louisville, Kentucky 40223
 Telephone: 502-773-0181
 Fax: 502-587-6572

BORING # 1

Page 1 of 1
 Client: BTM Engineering
 Project #:
 Project Name: Sparks Site
 Project Location: Edmonton, Kentucky

Date Started: February 24, 2006
 Date Completed: February 24, 2006
 Drilling Contractor: Wilkinson Engineering, Inc.
 Drilling Method: Flight Auger
 Logged by: Chip Wilkinson, PE

Ground Elevation:
 Ground Water Levels:
 At time of drilling: Dry
 At end of drilling: Dry

Depth (ft)	Sample Type	Sample Number	Estimated N-Value	RQD (%)	Recovery (inches)	Cohesive Strength (psf)	Water Content (%)	USCS	Graphic Log	Material Description
										Topsoil
2.5		1	20			2,500		CH		Very stiff brownish red fat clay with chert fragments, slightly moist to moist
5		2	18			2,250	CH			
7.5		3	14			1,750	CH			
10		4	12			1,500	CH			
12.5		5	12			1,500	CH			
15										End Boring @ 15 feet

WILKINSON ENGINEERING, INC.

Eastpoint Business Park
 1860 Williamson Court, Suite B
 Louisville, Kentucky 40223
 Telephone: 502-773-0181
 Fax: 502-587-6572

BORING # 2

Page 1 of 1
 Client: BTM Engineering
 Project #:
 Project Name: Sparks Site
 Project Location: Edmonton, Kentucky

Date Started: February 24, 2006
 Date Completed: February 24, 2006
 Drilling Contractor: Wilkinson Engineering, Inc.
 Drilling Method: Flight Auger
 Logged by: Chip Wilkinson, PE

Ground Elevation:
 Ground Water Levels:
 At time of drilling: Dry
 At end of drilling: Dry

Depth (ft)	Sample Type	Sample Number	Estimated N-Value	RQD (%)	Recovery (inches)	Cohesive Strength (psf)	Water Content (%)	USCS	Graphic Log	Material Description
										Topsoil
2.5		1	20			2,500		CH		Very stiff brownish red fat clay with chert fragments, slightly moist to moist
5		2	16			2,000		CH		
7.5		3	16			2,000		CH		
10		4	12			1,500		CH		
12.5		5	12			1,500		CH		
15										End Boring @ 15 feet

WILKINSON ENGINEERING, INC.

Eastpoint Business Park
 1860 Williamson Court, Suite B
 Louisville, Kentucky 40223
 Telephone: 502-773-0181
 Fax: 502-587-6572

BORING # 3

Page 1 of 1
 Client: BTM Engineering
 Project #:
 Project Name: Sparks Site
 Project Location: Edmonton, Kentucky

Date Started: February 24, 2006
 Date Completed: February 24, 2006
 Drilling Contractor: Wilkinson Engineering, Inc.
 Drilling Method: Flight Auger
 Logged by: Chip Wilkinson, PE

Ground Elevation:
 Ground Water Levels:
 At time of drilling: Dry
 At end of drilling: Dry

Depth (ft)	Sample Type	Sample Number	Estimated N-Value	RQD (%)	Recovery (inches)	Cohesive Strength (psf)	Water Content (%)	USCS	Graphic Log	Material Description
										Topsoil
2.5		1	16			2,000		CH		Very stiff red fat clay with chert fragments, slightly moist to moist
5		2	14			1,750		CH		Stiff reddish tan and gray fat clay, moist
7.5		3	14			1,750		CH		
10		4	12			1,500		CH		Stiff reddish brown fat clay, moist
12.5		5	12			1,500		CH		
15										
										End Boring @ 15 feet

WILKINSON ENGINEERING, INC.

Eastpoint Business Park
 1860 Williamson Court, Suite B
 Louisville, Kentucky 40223
 Telephone: 502-773-0181
 Fax: 502-587-6572

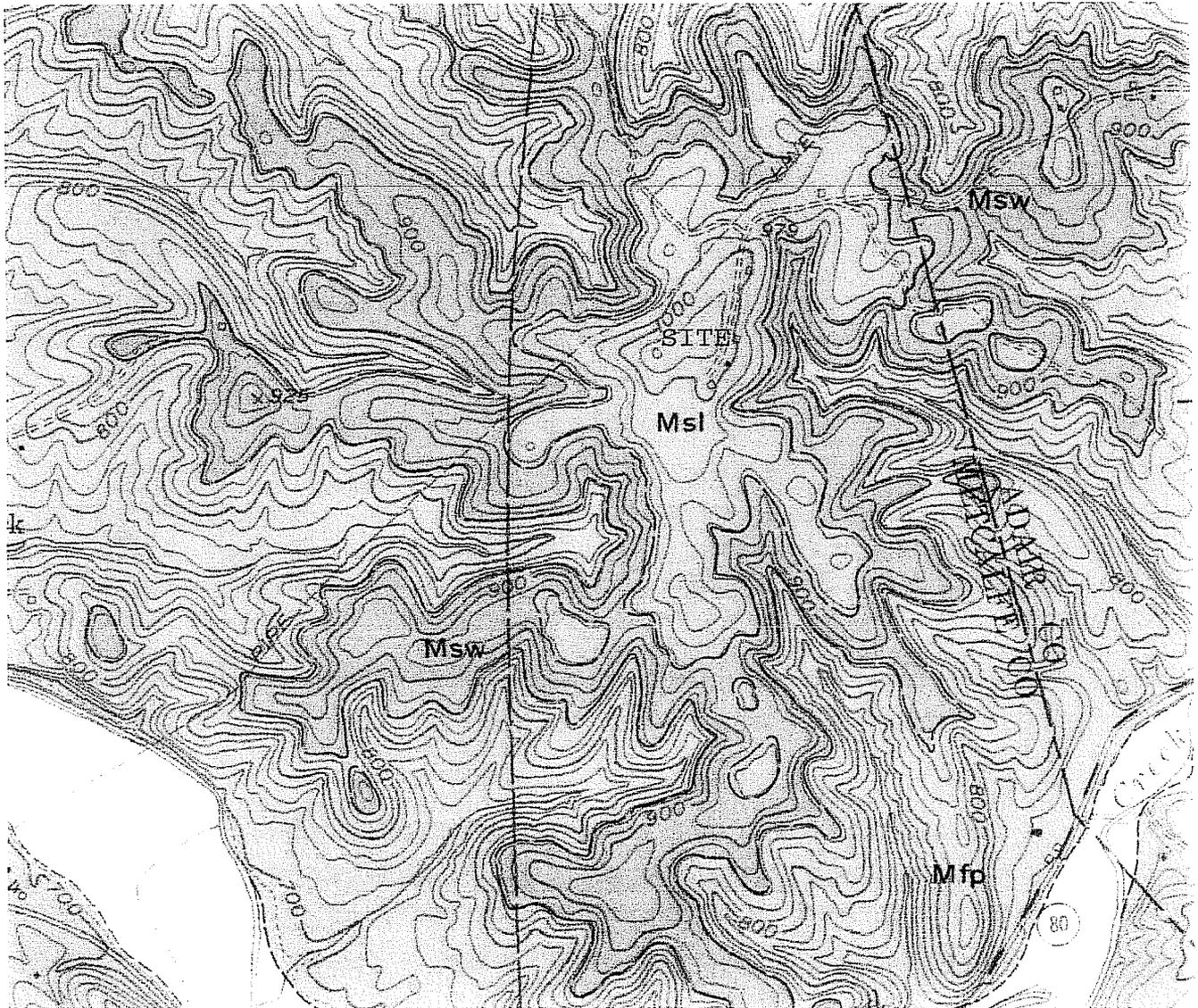
BORING # 4

Page 1 of 1
 Client: BTM Engineering
 Project #:
 Project Name: Sparks Site
 Project Location: Edmonton, Kentucky

Date Started: February 24, 2006
 Date Completed: February 24, 2006
 Drilling Contractor: Wilkinson Engineering, Inc.
 Drilling Method: Flight Auger
 Logged by: Chip Wilkinson, PE

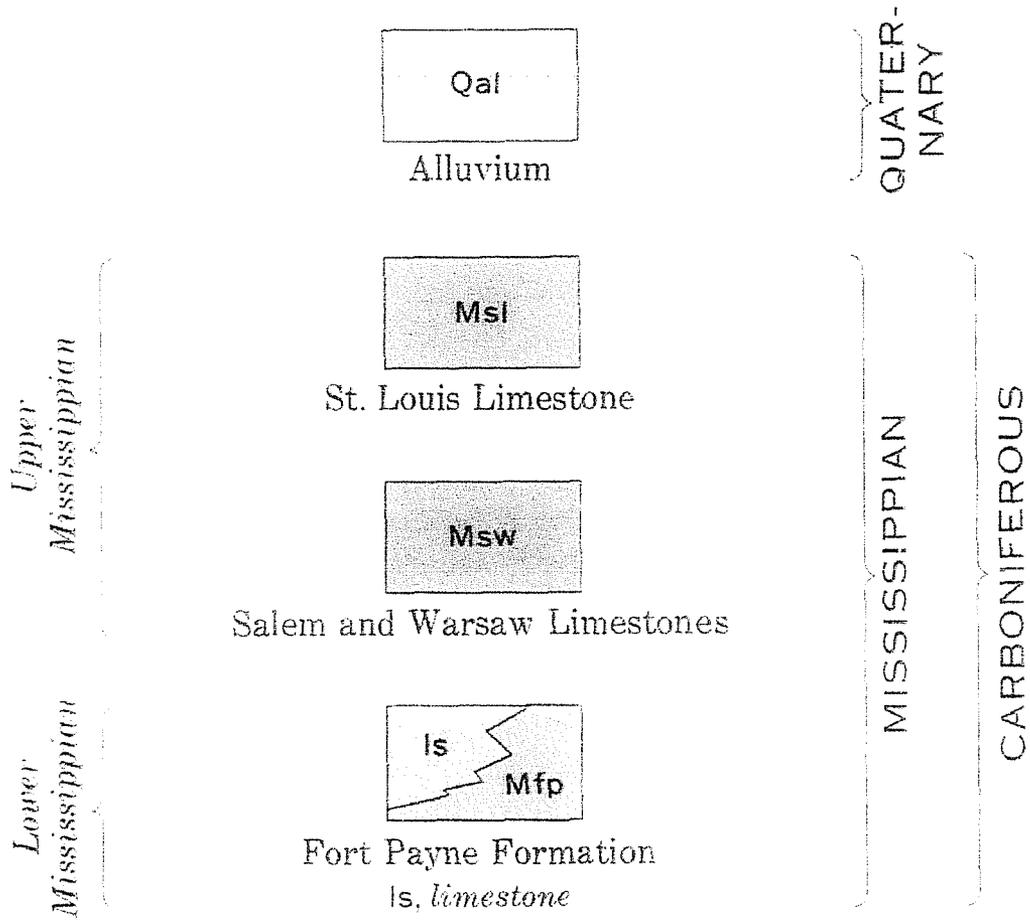
Ground Elevation:
 Ground Water Levels:
 At time of drilling: Dry
 At end of drilling: Dry

Depth (ft)	Sample Type	Sample Number	Estimated N-Value	RQD (%)	Recovery (inches)	Cohesive Strength (psf)	Water Content (%)	USCS	Graphic Log	Material Description
										Topsoil
2.5		1	16			2,000		CH		Very stiff red fat clay with chert fragments, slightly moist
5		2	14			1,750		CH		Stiff reddish tan fat clay, moist
7.5		3	14			1,750		CH		
10		4	13			1,625		CH		
12.5		5	12			1,500		CH		
15										End Boring @ 15 feet



Geology of the East Fork Quadrangle, Kentucky
Sparks Site - Edmonton, Kentucky

EXPLANATION



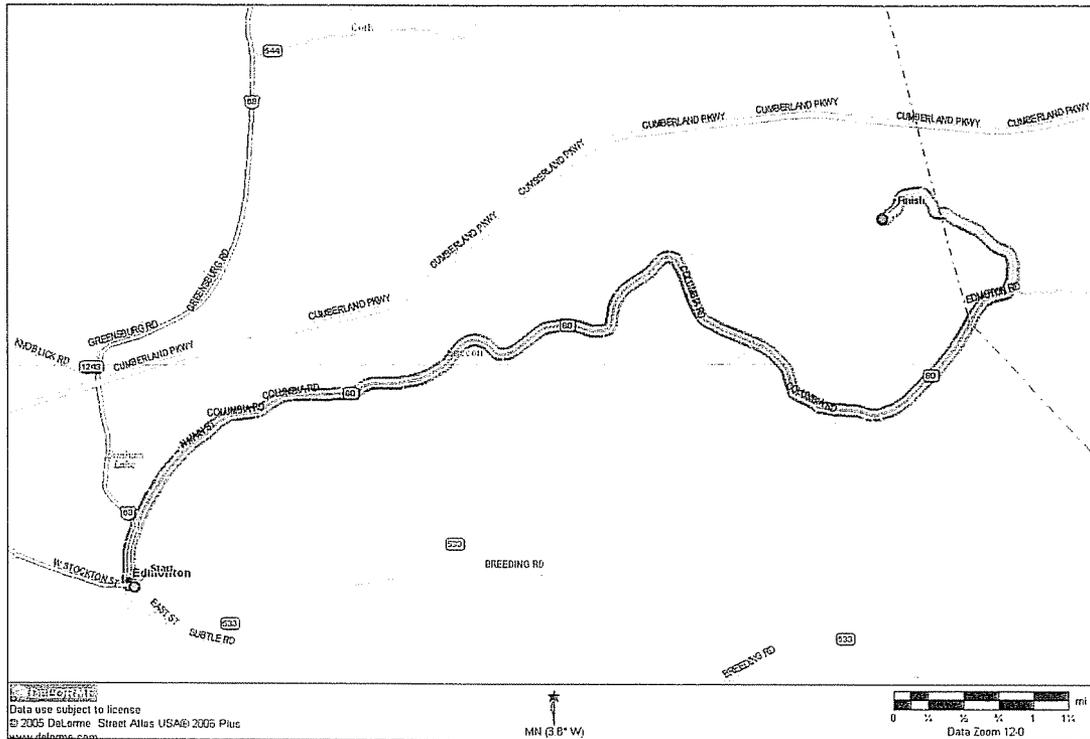
Geologic Map Key
 East Fork Quadrangle
 Edmonton, Kentucky
 Sparks Site



Geologic Map Descriptions
 East Fork Quadrangle
 Edmonton, Kentucky
 Sparks Site

EXHIBIT K
DIRECTIONS TO WCF SITE

WCF LOCATION MAP



DIRECTIONS TO WCF FROM COUNTY SEAT

From the Metcalfe County Court House proceed north out of Edmonton on Rt. 68/80. Bear right on Rt. 80 just north of Edmonton where Rt. 68 and Rt. 80 split. Follow Rt. 80 east for approx. 8.1 miles. Turn left on William Judd Rd. and follow for approx. 1 mile. Access drive to WCF will be on the right.

These directions were prepared by:

David B. Jantzi
Boulevard Properties
7383 Utica Boulevard
Lowville, NY 13367
(315) 523-6258

EXHIBIT L
COPY OF REAL ESTATE AGREEMENT

SITE LEASE AGREEMENT

County: Metcalfe City: Edmonton

Site Name: Sparks Site I. D.: _____ Latitude: N37° 01' 4.29" Longitude: W85° 30' 53.11"

Site Address: 1441 William Judd road, Edmonton, Kentucky 42129

1. **Premises and Use.** In consideration of the expenditures and efforts of Tenant to develop and use the premises described below, the undersigned (jointly and severally, the "Owner") hereby leases to Shared Sites, LLC, a West Virginia limited liability company ("Tenant"), or its permitted assignee, the site described below:

The exclusive right to use and occupy real property, approximately 10,000 square feet of land, as approximately described and shown on Exhibit A, together with non-exclusive easements (a) to a public right of way, for reasonable access, (b) to the appropriate sources of electric and telephone facilities as determined by Tenant, (c) for placement of any supporting guy wires as reasonably determined by Tenant per good engineering practices and (d) to meet fall-zone or set back requirements (collectively, the "Site"). The Site will be used for installing, maintaining and/or operating, a wireless communications and broadcast facility, including, without limitation, antenna towers or poles, guy wires, foundations, utility lines, equipment shelters, ice bridges, radio equipment, antennas, security alarms, cameras, lights, and supporting equipment thereto (collectively, the "Facility"), or for any other use permitted by applicable law. Title to the Facility shall be held by Tenant and the Facility shall remain Tenant's personal property and in no event shall be construed as fixtures.
2. **Term.** The term of this Agreement (the "Initial Term") is five (5) years, starting on the date Tenant signs this Agreement. This Agreement will be automatically renewed for ten (10) additional terms (each a "Renewal Term") of five years each with a % increase in rent at each renewal, unless Tenant provides Owner notice of intention not to renew 90 days prior to the expiration of any term.
3. **Rent.** Beginning with the date upon which the construction of the Facility is completed, rent will be paid quarterly, on the first day of each calendar quarter, at the rate of \$ per quarter, partial months to be prorated.
4. **Title, Quiet Possession, and Access.** Owner represents and agrees (a) that it is the owner of the Site pursuant to the instrument set forth on Exhibit A; (b) that the Site is free from all encumbrances except as set forth on Exhibit A, (c) that it has the right to enter into this Agreement; (d) that the person signing this Agreement has the authority to sign; (e) that Tenant, its employees, agents, subcontractors, clients, and invitees are entitled to access to the Site at all times and to the quiet possession of the so long as Tenant is not in default beyond the expiration of any cure period; and (f) that Owner will not have unsupervised access to the Site or to the related Facility. Owner further represents, agrees and covenants that during the Initial Term and Renewal Terms of this Agreement Owner will not use, or permit others to use, any part of any real property currently owned, or hereafter acquired, by Owner within two (2) miles of the Site for any type of communication or broadcast tower or otherwise provide advice, services for development of competing properties or release any information about Tenant's business. Owner shall obtain non-disturbance, subordination and attornment agreement from prior lien holders as required by Tenant's title insurance company.
5. **Assignment/Subletting.** Either party may assign or transfer this Agreement with notice to the other party. Upon delivery of such notice the transferor will have no further liability under the Agreement. Tenant shall be allowed to sublet, or otherwise grant use rights to all or any portion of the Site and/or the Facility without the prior written consent of Owner, it being the express intention of Tenant to lease or license antenna, towers, shelters, and related space of the Facility to separate wireless communication carriers and other clients.
6. **Improvements.** Tenant may make such future improvements on or to the Site and Facility as it deems necessary. Owner agrees to cooperate with Tenant with respect to obtaining any required building/zoning approvals for the Site and improvements. Upon termination or expiration of this Agreement, Tenant shall remove the Facility and its other property located upon the Site, excepting the foundation, and will restore the Site to substantially the condition existing at inception of this lease within 365 days of said termination, except for ordinary wear and tear and casualty loss. Tenant shall reimburse Owner any property tax increases directly attributable to Tenant's improvements. Owner shall fully cooperate Tenant in any available administrative or court appeals of such tax increases.
7. **Compliance with Laws.** Owner represents that Owner's property (including the Site), and all improvements located thereon, are in substantial compliance with building, life/safety, disability and other laws, codes and regulations of applicable governmental authorities. Tenant will substantially comply with all applicable laws relating to its possession and use.
8. **Utilities.** Tenant will pay for all utility connections to the Site. Owner will cooperate with Tenant in Tenant's efforts to obtain utilities from the most economical source.
9. **Termination.** Tenant may terminate this Agreement at any time by notice to Owner without further liability, if Tenant does not obtain all permits or other approvals (collectively, "approval") required from any municipal and/or governmental authority or any easements required from any third party to construct/operate the Facility for its intended use, or if any such approval is canceled, expires or is withdrawn or terminated, or if Owner fails to have proper ownership of the Site or authority to enter into this Agreement, or if Tenant, for any other reason, in its sole discretion, determines that it will be unable to use the Site for its intended purpose.
10. **Default.** If either party is in default under this Agreement for a period thirty (30) days following receipt of notice from the non-

defaulting party shall have the right to pursue all legal remedies including termination of this Agreement. If a non-monetary default may not reasonably be cured within a thirty (30) day period, this Agreement may not be terminated if the defaulting party commences action to cure the default within such 30 day period and said default is substantially cured within ninety (90) days of the initial notice of default.

11. **Indemnity.** Owner and Tenant each indemnify the other against and hold the other harmless from any and all costs (including reasonable attorneys' fees) and claims of liability or loss which arise out of the use and/or occupancy of the Site or Facility by the direct actions or culpable omissions of the indemnifying party, its employees, agents or independent contractors. This indemnity does not apply to any claims arising from the sole negligence or intentional misconduct or omission of the party seeking indemnification.
12. **Hazardous Substances.** Owner represents that it has no knowledge of any substance, ground contamination, chemical or waste (collectively, "substance") on the Site that is identified as hazardous, toxic or dangerous in any applicable federal, state or local law or regulation. Tenant will not introduce or use any such substance on the Site in violation of any applicable law. Owner shall indemnify Tenant against and hold it harmless from any and all costs (including reasonable attorneys' fees) and claims of liability or loss which arise out of any occurrence or condition causing the presence of any such substance on the Site that occurred prior to the date of this Agreement or is directly attributable to the Owner's use of adjoining premises during the term of this agreement.
13. **Waiver of Owner's Lien.** (a) Owner waives any lien rights it may have concerning the Facility, which is deemed Tenant's personal property and not fixtures, and Tenant has the right to remove the same at any time without Owner's consent. Owner (i) disclaims any interest, now or in the future, in and to the Facility, as fixtures or otherwise; (ii) agrees that the Facility and the leasehold or other use interest of Tenant or its authorized subTenants or users, shall be exempt from execution, foreclosure, sale, levy, attachment, or distress for

any rent due or to become due. and (iii) agrees to provide any lender of the Tenant with an estoppel statement regarding the above facts, such as the lack of a default hereunder, and any other information or document reasonably requested, such as a non-disturbance, subordination and attornment agreement, within five (5) days of request, and shall upon notice by such lender recognize lender as Tenant or execute a new lease on substantially similar terms with such lender.

14. **Insurance.** Tenant, at its sole cost and expense, shall upon commencement of construction (upon use of mechanical equipment to disturb the land, but not for taking of soil samples or surveys and measurements) procure and maintain bodily injury and property insurance on the Facility with a combined single limit of at least One Million Dollars (\$1,000,000). A certificate of such insurance shall be furnished to Owner within 30 days of written request.
15. **Miscellaneous.** (a) This Agreement applies to and binds the heirs, successors, executors, administrators and assigns of the parties to this Agreement; (b) This Agreement is governed by the laws of the State in which the Site is located; (c) This Agreement (including the Exhibits) constitutes the entire agreement between the parties and supersedes all prior agreements; any amendments to this Agreement must be executed by both parties; (e) If any provision of this Agreement is invalid or unenforceable with respect to any party, the remainder of this Agreement, will not be affected and shall remain valid and enforceable to the extent permitted by law; (f) The prevailing party in any action or proceeding in court is entitled to receive its reasonable attorneys' fees and other reasonable enforcement (or, as applicable, defense) costs and expenses; (g) Owner agrees promptly to execute and deliver to Tenant, simultaneously herewith or forthwith hereafter, a recordable Memorandum of this Agreement in the form of Exhibit B; and (h) All notices are effective, on the third business day after their deposit via certified and postage prepaid mail, or, on the next business day after deposit via overnight delivery, to the address below.

"Owner"	"Owner"	Shared Sites, LLC ("Tenant")
By:		
Name: <u>Charlotte A. Davis</u>	<u>Billy W. Davis</u>	Name: <u>David B. Jantzi</u>
Title: <u>Owner</u>	<u>Owner</u>	<u>Site Developer (Subject to Approval)</u>
Date: <u>02-19-2006</u>	<u>02-19-2006</u>	Date: <u>02-19-2006</u>
Address: <u>1441 William Judd Road</u>	<u>1441 William Judd Road</u>	
<u>Edmonton, KY 42129</u>	<u>Edmonton, KY 42129</u>	
Tax ID: <u>264-68-2621</u>		<u>Kamal Doshi, Manager (Final Approval)</u>
Phone: <u>270-432-4645</u>	<u>270-432-4645</u>	Date: _____
		<u>1390 Chain Bridge Road #40</u>
		<u>Mclean, VA 22101 Phone:</u>
		<u>(703)-893-0806</u>

EXHIBIT A
Site Agreement - Site Description – Permitted Exceptions

Site Name: Sparks

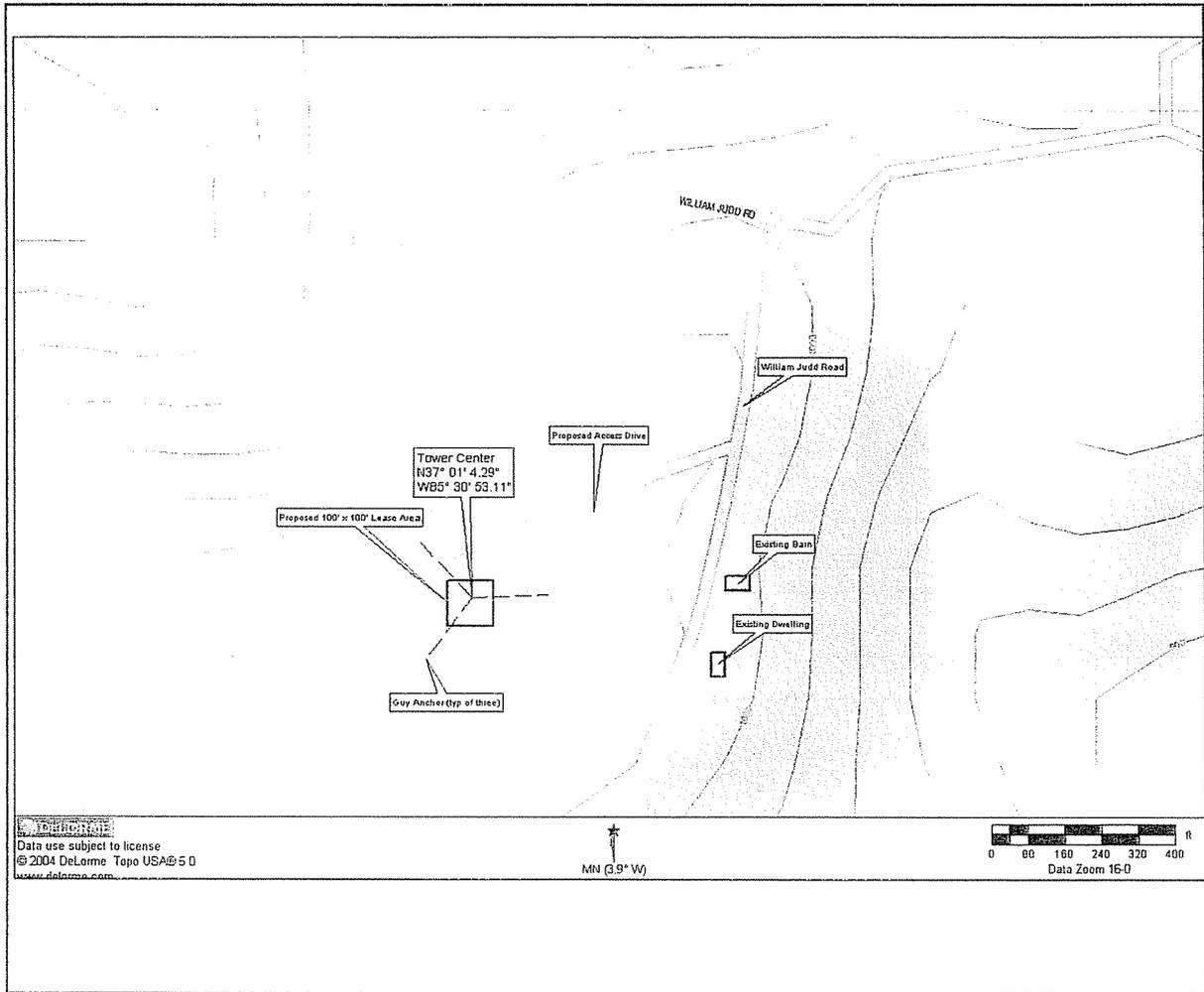
Site I.D.: _____

Site situated in the City/Town of Edmonton, County of Metcalfe, State of Kentucky commonly described as follows:

Legal Description: A portion of the premises located at address: 1441 William Judd Road, Edmonton, KY 42129

more particularly described in Deed to: Billy W. Davis and Charlotte A. Davis dated 10-21-1985 and recorded in Metcalfe County Registry of Deeds at Book 76, Page 340. Tax Map 75, Plot 5.02

Sketch of Site:



Permitted Exceptions: None.

Owner Initials _____ Owner Initials _____ Tenant Initials _____

Note: Owner and Tenant may, at Tenant's option, replace this Exhibit with an exhibit setting forth the legal description of the property on which the Site is located and/or a more detailed survey or drawing depicting the Site.

Prepared by and after recording please return to:
Shared Sites, LLC, 1390 Chain Bridge Road #40, McLean, VA 22101

Tax Map No. 75, Plot No. 5.02

Notice to Clerk: Both Owner and Tenant are to be indexed in the Grantors and Grantees Indices.

Memorandum of Site Lease Agreement

(Exhibit B of the Lease Agreement)

Site Name: Sparks

Site I.D.:

This memorandum evidences that a lease was made and entered into by written Site Lease Agreement dated 02-19-2006, between Charlotte A. Davis and Billy W. Davis ("Owner") and Shared Sites, LLC, a West Virginia limited liability company ("Tenant"), the terms and conditions of which are incorporated herein by reference.

Such Agreement provides in part that Owner leases to Tenant a portion of a certain site ("Site") located at 1441 William Judd Road, City of Edmonton, County of Metcalf, State of Kentucky owned by Owner, as described in Exhibit A attached hereto, with grant of easement for unrestricted rights of access thereto and to electric, telephone and guy wire facilities for an initial term of five (5) years, which term is subject to ten (10) additional five (5) year extension periods by Tenant.

IN WITNESS WHEREOF, the parties have executed the Memorandum as of the day and year first above written.

"Owner"

"Owner"

"Tenant"
Shared Sites, LLC

By: _____
Name: Charlotte A. Davis
Title: Owner
Date: _____
Address: 1441 William Judd Road
Edmonton, KY 42129

Billy W. Davis
Owner

1441 William Judd Road
Edmonton, KY 42129

David B. Jantzi
Consultant

1390 Chain Bridge Road #40
McLean, VA 22101

STATE OF _____
CITY/COUNTY OF _____,ss

(Tenant Notary Block)

The foregoing instrument was acknowledged before me this _____ day of _____, 2006, by _____ (Name), _____ (Title) of Shared Sites, LLC, a West Virginia limited liability company (Tenant) on behalf of the limited liability company.

(AFFIX NOTARIAL SEAL)

NOTARY PUBLIC

My commission expires: _____

STATE OF _____
CITY/COUNTY OF _____, ss

(Owner Notary Block for Individuals)

The foregoing instrument was acknowledged before me this _____ day of _____, 2006, by _____ and _____ (Name(s) as applicable), each an Owner.

(AFFIX NOTARIAL SEAL)

NOTARY PUBLIC

My commission expires: _____

STATE OF _____
CITY/COUNTY OF _____,ss

(Owner Notary Block for Companies)

The foregoing instrument was acknowledged before me this _____ day of _____, 2006, by _____ (Name), _____ (Title) of _____ (Owner – Name of Business, N/A if not applicable) a _____ (e.g. A West Virginia Corporation, N/A if not applicable) on behalf of the _____ (Type of Entity- e.g. Corporation, N/A if not applicable).

(AFFIX NOTARIAL SEAL)

NOTARY PUBLIC

My commission expires: _____

EXHIBIT M
FLOOD PLAIN CERTIFICATION

McKinney Land Surveying
103 S. Reed Street, Columbia, KY 42728

To Whom It May Concern:

The Sparks site in Metcalfe County, Kentucky that Shared Sites, L.L.C. proposes to lease for the purpose of erecting a cellular telecommunications tower is classified as Zone D. This is the zoning for a non-participating community. For more information, please refer to Community Panel #210345 (unmapped) from the United States Department of Housing and Urban Authority, Federal Insurance Administration.

Michael E. McKinney 03/14/06
Michael E. McKinney
PLS #3318

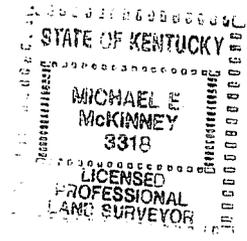


EXHIBIT N
NOTIFICATION LISTING

CERTIFICATION OF MAILING

- 1) **Billy W. & Charlotte A. Davis (owners)**
1441 William Judd Road
Edmonton, KY 42129

- 2) **Donald A. & Lavelle J. Vita**
1091 William Judd Road
Edmonton, KY 42129

- 3) **Leigh Brown**
1336 William Judd Road
Edmonton, KY 42129

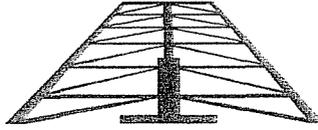
- 4) **Eugene & Brenda Owen**
103 Davis Street
Glasgow, KY 42141

- 5) **Daniel U. & Katie B. Miller**
Billy Sparks Road
Edmonton, KY 42129

- 6) **The Honorable Donald M. Butler**
Metcalfe County Judge Executive
PO Box 149
Edmonton, Kentucky 42129

EXHIBIT O

COPY OF PROPERTY OWNER NOTIFICATION



Boulevard Properties, L.L.C.

Tuesday, April 04, 2006

Billy W. and Charlotte A. Davis
1441 William Judd Road
Edmonton, KY 42129

RE: Public Notice – Kentucky Public Service Commission
Docket # 2006-00109

Dear Sir or Madam:

Shared Sites, LLC and American Cellular Corporation are making application to the Kentucky Public Service Commission (PSC) for a Certificate of Public Convenience and Necessity to construct and operate a new facility to provide wireless communication services. The facility will include a 300-foot tower with appurtenances attached to a maximum height of 306 feet, and a ground level equipment shelter(s) to be located at 1441 William Judd Road, Edmonton, KY 42129. This notice is being sent to you because you own property within a 500' radius of the proposed tower or have property adjoining the property where the tower is proposed.

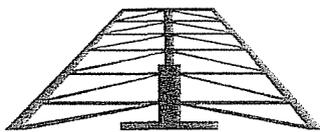
The Kentucky Public Service Commission invites your comments regarding the proposed construction. You also have the right to intervene in this matter. Your initial communication to the PSC must be received by the PSC within 20 days of the date of the Postal cancellation on the envelope this letter was received in. Your comments and request for intervention should be addressed to: Executive Director's Office, Public Service Commission of Kentucky, 211 Sower Boulevard, Post Office Box 615, Frankfort, KY 40602-0615. Please refer to Docket No.: 2006-00109 in your correspondence.

Please feel free to contact David Jantzi at 315-376-3333, if you have any questions.

Sincerely,
Shared Towers KY, LLC

A handwritten signature in black ink, appearing to read "David B. Jantzi". The signature is somewhat stylized and is positioned above the printed name.

David B. Jantzi
Consultant to Shared Sites, LLC



Boulevard Properties, L.L.C.

Tuesday, April 04, 2006

Donald A. and Lavelle J. Vita
1091 William Judd Rd.
Edmonton, KY 42129

RE: Public Notice – Kentucky Public Service Commission
Docket # 2006-00109

Dear Sir or Madam:

Shared Sites, LLC and American Cellular Corporation are making application to the Kentucky Public Service Commission (PSC) for a Certificate of Public Convenience and Necessity to construct and operate a new facility to provide wireless communication services. The facility will include a 300-foot tower with appurtenances attached to a maximum height of 306 feet, and a ground level equipment shelter(s) to be located at 1441 William Judd Road, Edmonton, KY 42129. This notice is being sent to you because you own property within a 500' radius of the proposed tower or have property adjoining the property where the tower is proposed.

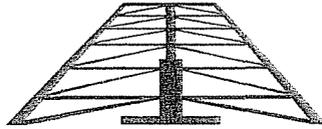
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Please feel free to contact David Jantzi at 315-376-3333, if you have any questions.

Sincerely,
Shared Towers KY, LLC

A handwritten signature in black ink, appearing to read "D. Jantzi".

David B. Jantzi
Consultant to Shared Sites, LLC



Boulevard Properties, L.L.C.

Tuesday, April 04, 2006

Leigh Brown
1336 William Judd Rd.
Edmonton, KY 42129

RE: Public Notice – Kentucky Public Service Commission
Docket # 2006-00109

Dear Sir or Madam:

Shared Sites, LLC and American Cellular Corporation are making application to the Kentucky Public Service Commission (PSC) for a Certificate of Public Convenience and Necessity to construct and operate a new facility to provide wireless communication services. The facility will include a 300-foot tower with appurtenances attached to a maximum height of 306 feet, and a ground level equipment shelter(s) to be located at 1441 William Judd Road, Edmonton, KY 42129. This notice is being sent to you because you own property within a 500' radius of the proposed tower or have property adjoining the property where the tower is proposed.

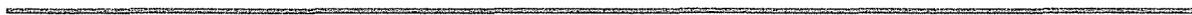
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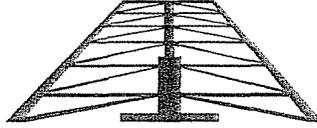
Please feel free to contact David Jantzi at 315-376-3333, if you have any questions.

Sincerely,
Shared Towers KY, LLC

A handwritten signature in dark ink, appearing to read 'D. Jantzi', is written over a light-colored rectangular area.

David B. Jantzi
Consultant to Shared Sites, LLC





Boulevard Properties, L.L.C.

Tuesday, April 04, 2006

Eugene and Brenda Owen
103 Davis St.
Glasgow, KY 42141

RE: Public Notice – Kentucky Public Service Commission
Docket # 2006-00109

Dear Sir or Madam:

Shared Sites, LLC and American Cellular Corporation are making application to the Kentucky Public Service Commission (PSC) for a Certificate of Public Convenience and Necessity to construct and operate a new facility to provide wireless communication services. The facility will include a 300-foot tower with appurtenances attached to a maximum height of 306 feet, and a ground level equipment shelter(s) to be located at 1441 William Judd Road, Edmonton, KY 42129. This notice is being sent to you because you own property within a 500' radius of the proposed tower or have property adjoining the property where the tower is proposed.

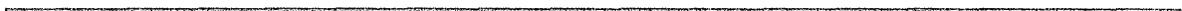
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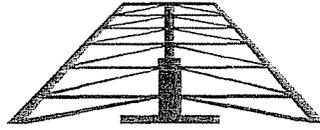
Please feel free to contact David Jantzi at 315-376-3333, if you have any questions.

Sincerely,
Shared Towers KY, LLC

A handwritten signature in black ink, appearing to read 'D. Jantzi', written over a faint, illegible printed name.

David B. Jantzi
Consultant to Shared Sites, LLC





Boulevard Properties, L.L.C.

Tuesday, April 04, 2006

Daniel U. and Katie B. Miller
Billy Sparks Rd.
Edmonton, KY 42129

RE: Public Notice -- Kentucky Public Service Commission
Docket # 2006-00109

Dear Sir or Madam:

Shared Sites, LLC and American Cellular Corporation are making application to the Kentucky Public Service Commission (PSC) for a Certificate of Public Convenience and Necessity to construct and operate a new facility to provide wireless communication services. The facility will include a 300-foot tower with appurtenances attached to a maximum height of 306 feet, and a ground level equipment shelter(s) to be located at 1441 William Judd Road, Edmonton, KY 42129. This notice is being sent to you because you own property within a 500' radius of the proposed tower or have property adjoining the property where the tower is proposed.

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Please feel free to contact David Jantzi at 315-376-3333, if you have any questions.

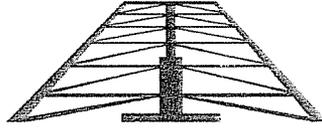
Sincerely,
Shared Towers KY, LLC

A handwritten signature in black ink, appearing to read 'D. Jantzi', written over a faint circular stamp or watermark.

David B. Jantzi
Consultant to Shared Sites, LLC

EXHIBIT P

COPY OF JUDGE EXECUTIVE NOTICE



Boulevard Properties, L.L.C.

Tuesday, April 04, 2006

The Honorable Donald M. Butler
Metcalfe County Judge Executive
PO Box 149
Edmonton, KY 42129

RE: Public Notice – Kentucky Public Service Commission
Docket # 2006-00109

Dear Sir or Madam:

Shared Sites, LLC and American Cellular Corporation are making application to the Kentucky Public Service Commission (PSC) for a Certificate of Public Convenience and Necessity to construct and operate a new facility to provide wireless communication services. The facility will include a 300-foot tower with appurtenances attached to a maximum height of 306 feet, and a ground level equipment shelter(s) to be located at 1441 William Judd Road, Edmonton, KY 42129. This notice is being sent to you because you are the Judge Executive in Metcalfe County.

The Kentucky Public Service Commission invites your comments regarding the proposed construction. You also have the right to intervene in this matter. Your initial communication to the PSC must be received by the PSC within 20 days of the date of the Postal cancellation on the envelope this letter was received in. Your comments and request for intervention should be addressed to: Executive Director's Office, Public Service Commission of Kentucky, 211 Sower Boulevard, Post Office Box 615, Frankfort, KY 40602-0615. Please refer to Docket No.: 2006-00109 in your correspondence.

Please feel free to contact David Jantzi at 315-376-3333, if you have any questions.

Sincerely,
Shared Towers KY, LLC

A handwritten signature in black ink, appearing to read "David B. Jantzi". The signature is somewhat stylized and is positioned above the printed name.

David B. Jantzi
Consultant to Shared Sites, LLC

EXHIBIT Q
COPY OF POSTING NOTICES

**SHARED SITES, L.L.C PROPOSES
TO CONSTRUCT A TELECOMMUNICATIONS
TOWER NEAR THIS SITE**

IF YOU HAVE QUESTIONS PLEASE CONTACT

David Jantzi (Shared Sites Representative)

1390 Chain Bridge Rd. #40, McLean, VA 22101 OR
315-523-6258

Executive Director, Public Service Commission

211 Sower Boulevard

PO Box 615, Frankfort, KY 40602

Docket# 2006-00109

**SHARED SITES, L.L.C PROPOSES
TO CONSTRUCT A TELECOMMUNICATIONS
TOWER ON THIS SITE**

IF YOU HAVE QUESTIONS PLEASE CONTACT

David Jantzi (Shared Towers Representative)

1390 Chain Bridge Rd. #40, McLean, VA 22101 OR
315-523-6258

Executive Director, Public Service Commission

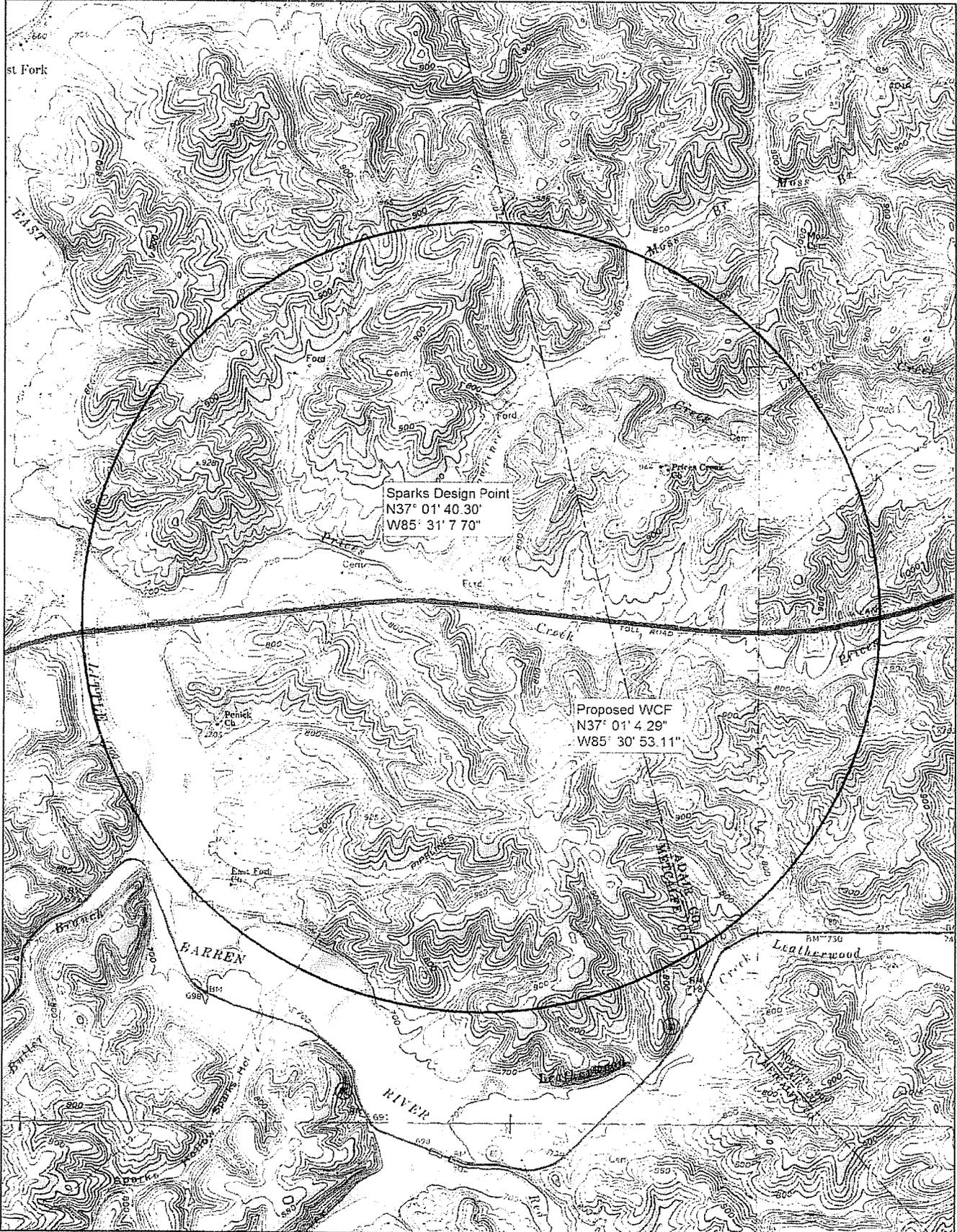
211 Sower Boulevard

PO Box 615, Frankfort, KY 40602

Docket# 2006-00109

EXHIBIT R

RADIO FREQUENCY DESIGN SEARCH AREA



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 www.delorme.com

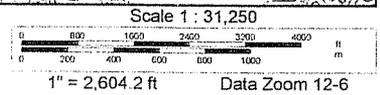


EXHIBIT S
TOWER MAP FOR SUBJECT COUNTY

	Registration Number	Status	File Number	Owner Name	Latitude Longitude	Structure City/State	Overall Height (AGL)
1	1007823	Constructed	A0455251	Global Tower, LLC	37-00-20.0N 085-34-34.0W	EDMONTON, KY	365
2	1044821	Constructed	A0052873	KENTUCKY EMERGENCY WARNING SYSTEM KEWS	37-06-00.0N 085-32-10.0W	COLUMBIA, KY	260
3	1048812	Constructed	A0201569	HART COUNTY COMMUNICATIONS INC	37-01-32.0N 085-33-20.0W	EDMONTON, KY	290
4	1252327	Granted	A0493474	Shared Sites, L.L.C.	36-59-37.7N 085-41-15.5W	Edmonton, KY	306
5	1041300	Constructed	A0337420	TEXAS EASTERN COMMUNICATIONS, INC.	36-49-56.2N 085-40-07.8W	TOMPKINSVILLE, KY	345
6	1043059	Constructed	A0050723	CUMBERLAND CELLULAR PARTNERSHIP DBA = BLUEGRASS CELLULAR	36-59-41.0N 085-33-38.0W	EDMONTON, KY	420
7	1214425	Constructed	A0352411	Tennessee Valley Authority	36-52-56.0N 085-41-16.8W	Summer Shade, KY	210

